PENTHOUSE
JULY 2012
VARIATIONS
DIRTY GIRLS' HORNY HOOKUPS
WILD ORGIES
SUMMER SEXCAPADES
Video Inside

will
SHE
THEEROTICREVIEW.COM
THE WORLDS FINEST SITE FOR ADULT ENTERTAINER REVIEWS
UnitedKingdomItalyFranceNetherlandsGermany
BelgiumUnitedStatesCanadaJapanSpain

PENTHOUSE
VARIATIONS

EDITORIAL
Executive Editor • BARBARA F. PIZIO
Contributing Editor • ALISON TYLER

ART
Art Director, Publishing Group • JOHN AROCHO

CIRCULATION
PROCIRC, LLC

ADVERTISING & MARKETING
Associate Publisher • RICH McENTEE
Interactive Designer • GABRIEL DIAZ
Advertising Inquiries: ADSALES@FFN.COM

ENTERTAINMENT/LICENSING/ INTERNATIONAL EDITIONS
Managing Director, Penthouse Entertainment • KELLY HOLLAND
Director, Global Clubs Licensing • JEFF STOLLER
Director, Model Recruitment • STACY VALENTINE
Director, Licensing • AMANDA BYRD
Licensing Inquiries: LICENSING@FFN.COM
International Subscriptions: HTTP://INTL.PENTHOUSE.COM

INTERNET
President, Penthouse Internet • ROBERT BRACKETT
Vice President, Product Development • MICHAEL McNICHOLAS
General Manager, Paysites • DAVID STRUCK

PRODUCTION
Vice President, Art, Manufacturing & Production • MICHAEL TANG
Production Manager • MARIO IANNOTTA
Photo Retoucher • GIL VELEZ
Graphic Production Assistant • JOSHUA K. NAHAS
Production Assistant • PAMELA ORTIZ

CORPORATE
Chief Executive Officer • MARC H. BELL
President, Licensing & Publishing • JAMES SULLIVAN
Controller • FRANK MATASAVAGE
Accounting Manager • ANTHONY MANISCALCO

Editorial and Advertising Office
20 Broad Street, 14th Floor
New York, NY 10005
Tel: 212-702-6000 • Fax: 212-702-6262

Entertainment/Licensing Office
Los Angeles, CA
Tel: 310-280-1900

Worldwide

www.variations.com

PENTHOUSE VARIATIONS

JULY 2012

Our cover models are
Jade &
Kymberly Jane

4 BISEXUALITY
GIRL LOVE

16 BISEXUALITY
READER LETTERS

24 PICTORIAL
JADE & KYMBERLY JANE

Certification:
The records, if any, relating to any content in this periodical required to be maintained by 18 U.S.C. § 2257 and 28 C.F.R. § 75.1 - § 75.8 are maintained by the Custodian of Records, Confirm ID, Inc., at 220 Humboldt Court, Sunnyvale, CA 94089.

PENTHOUSE VARIATIONS (ISSN 0274-5143) July 2012. Volume 34, Number 7. Copyright © 2012 by General Media Communications, Inc., a subsidiary of FriendFinder Networks Inc. All rights reserved. No portion of *Penthouse Variations* magazine may be reproduced by any means or media without the publisher's prior written permission. Published monthly in the United States and simultaneously in Canada by General Media Communications, Inc., 20 Broad Street, Fourteenth Floor, New York, NY 10005. Distributed in U.S.A., Canada, U.S. territorial possessions, and elsewhere in the world by Curtis Circulation Company, P.O. Box 9102, Pennsauken, NJ 08109. Periodical postage paid in New York, NY, and at additional mailing offices. Postmaster: Send address changes to *Penthouse Variations* magazine, P.O. Box 420235, Palm Coast, FL 32142-0235, Tel. (800) 333-3013. Editorial offices as above. Publisher disclaims all responsibility to return unsolicited editorial, graphic or other matter. Submission of letters to *Penthouse Variations* magazine or its editors irrevocably grants to *Penthouse Variations* all rights of publication and exploitation in all languages and media throughout the world in perpetuity without compensation, the writer by such submission having granted such rights. *Penthouse Variations* does not accept unsolicited ideas subject to conditions of confidentiality, non-use, or other obligations. Names, places and identifying details in submissions may be changed at the editors'

CONTENTS

32 SPANKING
BLUSHING SCARLET

42 S & M
READER LETTERS

52 ANAL SEX
BAYOU HEAT

62 GROUP SEX
MOONLIT PASSIONS

74 MOVIE PREVIEW
ASIAN INVASION

82 WIDE WORLD OF VARIATIONS

discretion. Any similarity between persons and events depicted in fiction or semifiction and real events or persons, living or dead, is coincidental. Subscriptions: U.S., Possessions, APO and FPO—$29.95 one year; Canada—$45 one year (includes G.S.T.); elsewhere—$45 one year. Single copies: $5.25 in U.S., $5.99 Canada and elsewhere. Canadian GST registration #R126607902. To subscribe, report a subscription problem or change address in the U.S., call toll-free (800) 333-3013; outside the outside the U.S., call (386) 447-6365. **Please direct all editorial correspondence and inquiries to Penthouse Variations, 20 Broad Street, Fourteenth Floor, New York, NY 10005. Tel. (212) 702-6000.** Advertising office: General Media Communications, Inc., 20 Broad Street, Fourteenth Floor, New York, NY 10005. Tel. (212) 702-6000. VARIATIONS, the PENTHOUSE VARIATIONS logo, the Three Key logo, the One Key logo, Penthouse Pet, Pet of the Month and Pet of the Year are trademarks of General Media Communications, Inc. **PRINTED IN CANADA.** Certificado de licitud de título No. 8554 de fecha 10 de Noviembre de 1994 y certificado de licitud de contenido No. 5821 de fecha 10 Noviembre de 1994, expedidos por la comisión calificadora de publicaciones y revistas ilustradas, dependiente de la secretaria de gobernación, México. Reserva de título No. 3351/94 de fecha 13 de Diciembre de 1994, expedida por la dirección general del derecho de autor, dependiente de la secretaria de educación pública.

Bisexuality

By Cassie Moore

Girl Love

Two lovely ladies take their friendship to a brand-new level when longing from afar becomes lusting from close by.

THE CANDLES were lit, and the table was set with my fancy wedding china. Dinner was right on schedule, four courses that even the most renowned French chefs would be proud of, including a passion fruit soufflé that just needed to be popped in the oven. The cooking classes my husband, Matthew, had given me for my birthday had paid off, culminating in a meal that was engineered to impress the most sophisticated palate.

However, I hadn't prepared dinner, or even dessert, to impress Matt; he wasn't even going to get a chance to taste this feast. As I stirred the soup—a savory bouillabaisse—I thought about my guest, and my clit started throbbing right on cue, like it always does when I'm around Juliet. There's something about her that drives me crazy, something I've never been quite able to put my finger on. It might be her quick wit and warm personality, or maybe it's her curvy, athletic body, especially her beautiful breasts that bounce in her white polo whenever we play tennis. And I mustn't forget her shapely legs, often displayed so perfectly by a flirty skirt that's so short I'm treated to a glimpse of the bottom curves of her asscheeks whenever she lunges across the court.

Then there are her eyes, turquoise pools framed by long, dark lashes. I love how they sparkle as we gossip over coffee, the corners turning upward whenever she laughs at one of my jokes. By the time we leave our favorite café, my panties are always soaked from the juices that seep ceaselessly from my pussy.

Even now, as I arranged cheese and crackers on a cutting board, I found myself musing over her gorgeous smile and imagining running my fingers through her hair. If I'd had the time before she arrived, I would have made myself come, just to take the edge off.

I glanced at the clock and decided that if I stopped to masturbate, I'd be cutting it close because she was due to arrive any minute. And so I returned to my reflections, ruminating on my feelings for Juliet, which had finally grown so strong that I'd discussed the situation with Matthew. His response to my admission was that he'd have no problem if I wanted to act on my attraction for my friend; in fact, he thought it was really hot. "Just make sure you share all the details," was his final comment, and I knew he meant it, because a hard-on was tenting his pajama bottoms and our lovemaking that night was hotter than it had been in months. So when I finally did hook up with Juliet, I made sure to take mental notes of every move, touch and curve of her gorgeous body.

Our first hookup happened like a scene out of a movie—a dirty one. We were showering after a tennis match, in stalls that were right next to each other so that we could continue chatting. I'd just lathered up with a pomegranate body gel and was lazily running my fingertips over my tits because listening to her sexy voice had led me to fantasize about what she looked like naked. Suddenly, she stopped midsentence and exclaimed, "Damn it!"

"What's up?" I asked, and she ex-

plained that she'd forgotten her shampoo and then asked if she could use some of mine. "Sure," I said and stuck out my arm to hand the bottle to her, but instead of taking it, she surprised me by pulling back the curtain and joining me under the warm spray.

My breath caught as I regarded her in the nude, and my clit tingled as I shifted from one foot to the other. Water dripped from her perky nipples, which must have been stiffened from lust because the shower was as hot as she was. Looking down, I saw that her mound was smooth and bare, obviously from a recent waxing. I glanced back up at her face, which was still flushed pink from our tennis match, and when our eyes met, she whispered, "I've seen how you look at me."

WITHOUT SAYING another word, she took the shampoo bottle from my hand and popped open the cap. I was speechless, so I stood there silently as she took my hand and squeezed some shampoo into it. Then I watched as she tilted her head under the cascading water to saturate her brown locks before once again looking at me expectantly.

I finally gathered my wits, knowing what I needed—no, wanted—to do. Rubbing my palms together, I worked up a lather as Juliet turned around and gave me my first glimpse of her ass. I admired the perfect globes as I moved closer, and then I ran my fingers through her hair and massaged the shampoo into her scalp. She moaned softly as I caressed her head, and honey flowed from my pussy. As suds dripped down my friend's back, I drew patterns on her skin with my fingertips, first grazing her shoulders and then traveling around to explore her full breasts.

She moaned when my hands met her tits, and then she stepped back into the spray to rinse her hair. I moved with her, palming her breasts as my own pressed against her back, and my nipples tingled at the contact with her damp skin. Working on pure instinct, I drew gentle circles around her areolas until she started panting, and then I pinched the rigid tips between my thumbs and forefingers. Immediately, I knew I'd found a pleasure point, because her back arched to such a great degree that her ass collided with my cunt. I was so aroused that the little bit of pressure made me gasp, and when Juliet heard that, she began grinding against me.

Her body on mine lit the fuse that set off fireworks in me. I gasped again and started trembling against my friend while the water continued pouring onto us. She reached between us to toggle my rigid clit, and I had no choice but to let out a little shriek. Thankfully, it was the middle of the week, which meant that the locker room was empty and I could announce my pleasure with complete abandon. My squeals echoed off the tiles as I leaned in close to my friend's ear and stammered through labored breaths, "Now it's your turn."

Pulling away from Juliet's touch, I turned her so we were face-to-face. As I wrapped my arms around her neck and pulled her closer, she threaded her arms around my waist. Our breasts lined up perfectly because we are about the same height, and as we embraced, I felt her hardened nipples nudging against mine. I kissed her again as I clung to her, sucking on her lips as I reached between us to make her feel as good as she'd just made me feel.

Juliet panted into my mouth as I parted her outer labia, and then she moaned as I moved inward to stroke her slippery folds. I was excited to explore her pussy, and it was easy to find her sensitive spots. Starting with the delicate inner petals, I caressed them gently before working my way toward her clitoris. I drew circles around that pulsating nubbin of flesh as we continued to kiss.

Juliet started to quiver, and when I gently squeezed one asscheek, the muscle went taut beneath my hand. The fact

that she was reacting to my ministrations emboldened me, so I delved lower to slide a digit into her hole. She was so wet that I was quickly knuckle-deep, and I finger-fucked her with hard, quick jabs as I massaged her cunt with my palm.

Juliet released a groan from deep in her throat, an animalistic sound that surprised me because she's usually so composed. Encouraged, I penetrated her harder, and the juices that poured from her pussy into my hand were quickly washed away by the pounding shower spray. Meanwhile, my palm massaged her throbbing button, and her hips rocked back and forth in an attempt to force my finger even deeper into her core. Then I let go of her ass to give one of her nipples a good, hard pinch, and she climaxed with a triumphant shout of ecstasy.

Once again, I was glad that no one was around. Not that I had much time for thought—Juliet's body was jerking so violently that I had to focus my attention on supporting her weight. With my finger still buried deep in her pussy, I let go of her breast and wrapped my arm around her waist. I dug my fingers into her flesh and held on tight as she writhed through the remainder of her orgasm.

Our lips remained locked, and my eyes were closed to shield them from the falling water. As a result, I was caught off-guard when she slipped a finger into my own sopping cunt. It amazed me that she had the presence of mind to do this as her body was still wracked with climactic spasms, but suddenly, she was buried knuckle-deep in my hole, stroking me fiercely.

We were moaning and writhing, our tongues tangled and tits pressed flat between us as we shared multiple orgasms. I seriously didn't think I would ever stop coming, and that someone was going to have to pry us apart to get us to stop. I could have finger-fucked her for hours and vice versa, because I loved the feeling of her cunt clasping around my finger as much as I loved the feeling of her finger thrusting in and out of my hole.

But eventually the water turned cold, and we actually were forced to stop what we were doing and loosen our embrace.

"Brr," Juliet said with a smirk, as she turned off the spray. "Now I know what they mean about cold showers." As we laughed, I took one last glance at her tits, the nipples now crinkled from the chill. When she noticed that I was staring, she lowered her head to playfully nip at one of my equally rigid nipples before looking back up and saying, "Let's do this again soon." Then she returned to her abandoned stall to wrap herself in a towel as I did the same in mine.

We got dressed, and then said goodbye after sneaking one last kiss in the parking lot. After racing home, I told Matthew every naughty detail of our encounter, and he got so excited that he sported a raging hard-on throughout dinner. We went to bed early that night, and he fucked me so hard I saw stars. With the memories of my girl-girl encounter still fresh in my mind, I quickly reached yet another explosive orgasm, this time while riding my husband's cock.

I was still moaning and writhing as Matt filled me with his hot cream. Eventually, he had to grab my hips to still me because he had nothing left to give. As my asscheeks came to rest on his thighs, he looked up at me and said, "Seriously, you need to do her again soon."

I E-MAILED JULIE in the morning and invited her to dinner the following evening. It was Matthew's poker night, so I knew we'd have the house to ourselves. She wrote back in minutes, responding with an enthusiastic "Yes!" and signing off "XXX, Juliet." As I smiled to myself, my nipples grew taut and my pussy dampened; I wondered how we'd ever make it through a meal.

As it turned out, we didn't even make it *to* the meal. Juliet arrived with a huge bouquet of gerbera daisies, my favorite. I leaned in to place a thank-you kiss on my friend's cheek. However, she turned her head at the very last second, so I planted it right on her lips instead.

She opened her mouth, so I thrust my tongue inside and we shared a passion-filled French kiss. Juliet pulled me close, and then she wedged one thigh between my legs and pressed it against my pussy. The pressure gave me a jolt, and I began writhing against her to stimulate myself further. I was soon gasping, so to make her feel as good as I did, I reached into her sweater to cup one of her tits, remembering how she'd reacted when I pinched her nipple. We ground together for a moment before I broke our kiss to murmur, "Can dinner wait?"

"Mm-hmm," she replied, so I took her hand and led to her to the bedroom, where we stripped off each other's clothes. We shared a giggle when we realized that we were wearing almost the exact same bra, though mine had wider straps to accommodate my significantly larger breasts. When our tits were bare, she took one of mine in her hand, lowered her head, and began drawing broad strokes over it with her tongue.

My back arched as she laved my skin, quickly moving toward its center to take the tip between her front teeth. As she nibbled and sucked, she backed me up until my calves hit the edge of my mattress.

"Hold on," I said, pulling away from her so that I could climb onto the bed. When I opened my thighs wider, she got between them, and we ground our cunts together as we resumed kissing. At first, it seemed strange to be mounted by someone without a big, hard cock, but that feeling was quickly replaced by one of pure, unadulterated pleasure at the neat way our bodies fit together and the touch of her smooth, hairless skin.

Juliet started kissing her way down my body. When I realized what was about to happen, my heartbeat sped up and my pulse raced. She reached her new position between my thighs, looked up, and gave me a lascivious wink before lowering her face to my cunt.

She began by dragging her tongue

over my outer labia, and then she moved inward and sucked at my inner folds. From the way she was lingering, I guessed that she was savoring my salty flavor, which made me wonder if her juices tasted like mine did when I sucked them off my husband's cock. All at once, I was obsessed with finding out.

"Turn around," I told her huskily. She raised her head, licked her lips and climbed up so that she was facing my feet. Juliet swung a leg across my torso, and with her knees by my shoulders, and a thigh by each of my ears, she lowered her pussy onto my face. At first, I was inundated by her musky scent, and then I felt the warmth of her moist center as it settled on my lips. Repositioned, she resumed lapping at my sex, making long, sweeping laps on my pussy with the flat of her tongue.

Still a little uncertain of what to do, I mimicked Juliet's actions, exploring her peaks and valleys as I swallowed her free-flowing juices. In doing so, I learned that her flavor, both briny and sweet, was slightly different from mine. I reveled in the awareness that I was tasting another woman's cunt for the very first time.

Juliet began writhing on top of me, so I knew I was doing something right. However, that meant that she also starting sliding off me, so I reached up to grasp her asscheeks to keep us locked in our sixty-nine. She did the same to my buttocks, and when her fingertips grazed my perineum, it sent ecstatic shivers right up my spine.

I wanted us to come together, so I gripped her butt tighter and really bore down on her cunt. Her petals seemed to flutter against my lips, and I then dragged my tongue over her clitoris, which pulsed wildly in response. My own clit was throbbing in a similar rhythm, matching the cadence of my pounding heart.

We gasped and panted against each other until we both started moaning, and those vibrations took things to a whole new level. I was surprised by how quickly the sensations became over-

whelming, and though I didn't know how much more I could take, I also didn't want to ever stop. But then Juliet did something that left me no choice.

She must have noticed my earlier response to her fingertips between my asscheeks, because I soon felt one circling my nether hole. She pressed against it, and my opening contracted at the unexpected pressure, but then it relaxed as she massaged me gently. Once I had loosened up, she slipped her finger, which was slick with my juices, deep into my ass, making me jerk and grunt against her pussy. She continued eating me as she repeatedly penetrated my rosebud, and it felt so good that it became a struggle to remember that I was supposed to be eating her, too.

Once I had loosened up, she slipped her finger, which was slick with my juices, deep into my ass, making me grunt against her pussy.

Juliet never let me forget for long. Each time my tongue went still, she'd wag her butt to mash her cunt against my mouth, and I'd resume delving amongst her slippery folds. Every so often, I'd switch things up, sucking on her rigid button or darting my tongue deep into her hole. Both of those actions always released a fresh surge of honey, and as hard as I tried to gulp it all down, a good amount still managed to drip over my lips and chin.

My tongue was like a miniature cock as I fucked Juliet's pussy, and her opening started to spasm as even more juices cascaded down my throat. Meanwhile, she plunged her finger in and out of my asshole, making me twitch and squeal. It wasn't long before we were a quivering, sweat-soaked tangle of arms and legs. We gasped and whimpered against each other as we rode the ecstatic waves of our mutual orgasms. Eventually, Juliet began making the animal-like noise she had made in the shower, alerting me that she had reached her climactic peak. Then it was my turn, and as I came, my anus tightened around my friend's thrusting finger.

She thrashed on top of me for a few more minutes, and when her body finally stopped moving, her pussy continued quivering against my lips for a few minutes more. When I'd also relaxed, she withdrew her finger before sliding off me onto the mattress. We lay there side by side, our sweaty, naked bodies pressed together as we collected ourselves.

Juliet nuzzled my neck while I idly strummed one of her lust-puffed nipples. Then I turned to her for a long French kiss that was laced with the mingled flavors of both our cunts. After I'd sucked all of my taste from her tongue, I realized that it was getting late, and Matthew could return any minute. "Hungry yet?" I asked after reluctantly breaking our liplock. Juliet said she was starving, so we went down to the kitchen to eat a meal that was nowhere near as delicious as the one we'd just shared in the bedroom.

LADIES LOVING LADIES

Do you spend your nights with a man but long for a softer touch? Perhaps you have already found a special female friend. What happens when you slip between those satin sheets and into the arms of another woman? E-mail your letter to: *variations@ffn.com* or mail it to: *Penthouse Variations*, Reader Letters, 20 Broad Street, 14th Floor, NY, NY 10005.

© 2011 THQ Inc. Developed by Volition, Inc. THQ, Saints Row: The Third, Volition, Inc. and their respective logos are trademarks and/or registered trademarks of THQ Inc. All Rights Reserved. Pantthouse™ and Pantthouse Poly™ are trademarks of General Media Communications, Inc. Used by permission. All other trademarks, logos and copyrights are property of their respective owners. KINECT, Xbox, Xbox 360, Xbox LIVE, and the Xbox logos are trademarks of the Microsoft group of companies and are used under license from Microsoft. "PlayStation" and the "PS" Family logo are registered trademarks and "PS3" and the PlayStation Network logo are trademarks of Sony Computer Entertainment Inc.

ASS KICKING JUST GOT A WHOLE LOT BETTER LOOKING.

RYAN KEELY

HEATHER VANDEVEN

Introducing the Saints Row: The Third Penthouse® Pack, featuring Penthouse Pets® Nikki Benz, Justine Joli, Ryan Keely, and Heather Vandeven.

Add these well-dressed Pets to your gang and call them into combat anytime to do battle against the Syndicate. For the first time in your life, when you call Penthouse Pets, they'll actually pick up the phone.

AVAILABLE MAY 22

BISEXUAL BABES GET DOWN AND DIRTY AFTER SEXY POLE-DANCING CLASS

My girlfriend, Emily, has been feeling adventurous lately, so she's planned more than a few crazy dates for us in the past few months. I have to say that she's definitely proved herself to be more inventive than any guy with whom I'd ever had a relationship. It's been a nice change of pace. Anyhow, her latest date idea was for us to take a pole-dancing class. She told me that she'd found a discount for it online. It wasn't the kind of thing I'd expected her to suggest; I couldn't imagine my sweet, demure girlfriend wearing stripper heels and twirling around a pole, but I agreed to go and see what happened.

When we were preparing for the class, Emily insisted that we dress up. The web site suggested wearing a tank top and leggings or yoga pants, but that wasn't good enough for my girlfriend. If we were going to be dressed down, she said we at least had to wear our fanciest, sexiest underwear. I wasn't going to argue, so while she slipped into a lacy bra-and-panty set, I put on my favorite cream-colored thong and matching strapless bra. Watching Emily put on her panties was incredibly arousing, and I wanted nothing more than to push her down on the bed and have my way with her. That wasn't the plan, though, and after getting a stern look from Emily, who didn't want to be late for class, I put on my clothes and followed her out the door.

Before class started, the instructor and her assistants gave a demonstration of some of the moves we'd be learning, and it was really sexy. I was squirming as I watched, my pussy getting wetter by the minute. Emily seemed to be into the performance, too, and I could see her eyes darkening as she got more turned on.

The pole-dance lessons only heightened my arousal, and by the time class was over, my thong was soaked with my juices. I couldn't wait to get Emily home so I could have my way with her. It was obvious that my girlfriend was as turned on as I was, and as we drove home, she kept pawing at me, unable to keep her hands to herself.

Back at the house, I barely had the car in park before I was giving in to Emily's advances. I leaned in and kissed her, our lips crashing together and our hands quickly grabbing each other's body. Our embrace lasted only a minute, the front seat of the car too cramped for comfort, but we hurried into the house and shared another lip-lock when we reached the bedroom a few moments later.

Now that we had space and privacy, nothing was going to get in the way of our getting what we wanted most: each other.

Emily pushed me back on the bed and climbed on top of me, kissing me again as her hands wandered under my tank top. Her fingers tickled my stomach and ribs, but her light touch got me fired up, and I started moaning with pleasure. Soon she moved her hands down and grabbed the waistband of my workout pants, pulling them down until my panties were exposed. I thought she was going to pull my thong down, too, but she didn't. Instead, she left it in place and started rubbing my pussy through the thin material.

Her touch was gentle at first, but I still felt waves of pleasure travel up my body. I wanted her to stop teasing me and fuck me already. I didn't care if she used her fingers or her tongue, as long as she did it. I was

Our tongues instinctively moved in sync, lapping and thrusting at almost the same moments.

so turned on that I couldn't wait to come, but Emily had a lot more self-control than I did, and she seemed intent on prolonging my pleasure—and hers, too.

She rubbed my pussy for a few minutes, driving me closer to the climax I craved, then stopped and moved away from me. She wasn't done teasing me, though. She climbed off the bed and started doing a dance for me, using one of the bedposts to do some of the seductive moves we'd learned during our pole class. She looked as sexy as hell, and I picked up where she'd left off, stroking myself through my thong while she shimmied. When she finally started to take off her clothes, I pushed my hand inside my panties and started to rub my bare cunt.

Emily had the rest of her clothes off in record time, and after doing a few more sensual moves in the nude, she got back on the bed with me. This time, she pulled my pants all the way off and then slowly tugged down my panties and dropped them off the side of the bed. While she did that, I peeled off my tank top and bra, tossing them aside like she'd done with my pants.

Once I was undressed, my girlfriend positioned herself over me in a sixty-nine. As she dove between my legs to eat my pussy, I lifted my head from my pillow to do the same to her. Our tongues instinctively moved in sync, lapping and thrusting at almost the same moments. As our ministrations became more and more enthusiastic, it was harder to keep our lips and tongues moving in time, but the lack of coordination did nothing to lessen our lust; in fact, the whole scene just served to make me hotter.

I spread Emily's lips with my fingers so my tongue could go deeper, and while I lapped at her slit, I reached up with my other hand to gently stroke her clit. When my finger brushed her hard bud, she moaned into my pussy, clearly enjoying my touch. The next flick of my tongue against her button was enough to make her pause in her own movements so she could cry out. "Oh, yes!" she groaned. "That feels so good. Don't stop!" And when I started to tongue-fuck her a moment

later, she lost complete control. She couldn't lick or suck my pussy while I was fucking her, and the only thing I felt was her hot breath on my cunt as she gasped and sighed in pleasure.

My tongue thrust rapidly in and out of Emily's pussy for several minutes, until she screamed in climax and sent a flood of hot juices gushing straight into my mouth. She writhed against me as she came, bucking her hips and pushing her cunt against my face so that my tongue was forced even deeper inside her.

Emily didn't take too much time to savor her orgasm. As soon as she could, she moved off of me and positioned herself between my legs. She started licking my pussy and working to get me off like I'd done for her. She pushed my thighs wide apart, making my pussy spread open, and started to lap at my dewy slit. Her licks began short and fast, but soon she was trailing her tongue from the farthest reaches of my cunt all the way to my clit. Her long, languorous laps were punctuated with fast and furious flicking of my clit with the tip of her tongue. She would work me up and bring me to the edge, then back off and lick my slit again, making me beg her to let me climax.

She continued to tease me like that for what felt like an eternity. Every time I thought Emily was going to let me come, she'd back off and leave me hanging. I knew that she'd eventually get me off, but I had no idea when, and the suspense was really getting to me. I was about to shove my hand between my legs and do the job myself when Emily finally gave in. She moved up to my clit and started sucking it hard while she pumped three fingers in and out of my pussy.

After keeping me on edge for so long, she made me explode in no time at all. My thighs quivered and my heart raced as my girlfriend's fingers and tongue brought me to one of the strongest climaxes I'd ever experienced.

I don't know what's gotten into Emily, but if all of her adventures end in orgasms that good, I don't mind going along with her wild plans at all!

Ms. Veronica D.,
Los Angeles, California

BRAWNY GUY BEARS HIS SOUL ABOUT HIS LOVER, WHO IS "JUST RIGHT"

While I've enjoyed having sex with women, there's nothing that gets my cock harder than a big, hairy guy. You know, like the one on the paper towel package, but with a few extra pounds and a little less brawn. Add a flannel shirt, work boots and a watch cap, and you've made my entire year.

It's rare that I run into the perfect kind of guy for me, but every once in a while I get lucky. And sometimes I get even more. That was the case when I met Burt. He and I had been dabbling in the scene for a while but in different states, so it was by pure chance that we met. I saw a flyer for a bear party while on a business trip and decided to drop in and scope out the crowd. The gathering was already in full swing by the time I arrived, but I found a seat at the bar, where I ordered a beer and surveyed the room. It was a good-sized crowd for a small city, but most of it disappeared from my vision when I spied a man who was exactly my type.

I think it's fair to say that it was lust at first sight. Our eyes met, and he approached me without hesitation. I bought us shots and we got acquainted, though it felt like we'd known each other forever. It wasn't long before his hand was on my thigh, and my dick was throbbing in my jeans. Ultimately, he asked if I wanted to go someplace private. I agreed and invited him back to my hotel room.

We rushed there, and he grabbed me as the electronic door lock was still clicking shut. His arms spanned my waist, and I kissed him as I threaded my fingers through his salt-and-pepper hair. His lips felt rough against mine as I wedged my tongue between them, and he pawed my ass through my Levi's while grinding his erection against mine. I could tell that pre-come was dripping from my cock, saturating the front of my boxer-briefs.

In a moment, I felt frantic fingers at my belt buckle, so I reached for Burt's, and we yanked at each other's fly like it was a race to see who could pull out the other's cock first. In the end, we were both winners, grasping each other's shaft, though his was already throbbing so hard that I thought he might shoot. I was afraid he'd come too quickly, so I pumped him with a gentle grip.

My asscheeks clenched and unclenched rhythmically. I was desperate to feel him inside me.

"Harder," he implored, his voice husky, so I placed my thumb at the tip to massage his knob as I tugged his shaft back and forth. His hips jerked in reaction to my efforts, and his soft balls brushed against my knuckles. My own balls were pounding faintly, and my asscheeks clenched and unclenched rhythmically. I was becoming desperate to feel him inside me.

"Let's go to bed," I whispered, my

voice betraying my urgency. I didn't have to ask twice. Burt pulled me up onto the mattress, where we play-wrestled as we resumed kissing. He soon straddled my body, pinning me, and I felt his hard-on against my leg as he reached down to squeeze my sac. My dick twitched, so he rolled me onto my stomach and pulled me upward to reposition me on my hands and knees.

My prick stuck out straight beneath me and leaked a steady stream of pre-come as I turned my head to watch Burt. Pulling aside one of my asscheeks, he sucked on a finger and touched it to my anus, which convulsed excitedly. By then, I was so well primed that when he advanced, he slipped in easily, quickly sinking in to his bottom knuckle. He stroked in and out a few times, readying me for his much thicker cock. When he finally pulled out, my muscles remained lax, awaiting his invasion.

Burt held my buttocks apart as he aimed himself at my opening. His cock was so hard that he didn't need to bolster himself; he merely lined up his crown with my hole and pressed forward. I grunted as his giant knob entered me, and he did the same when he felt my asshole stretching around him. Finally, his entire head popped through my aperture, which snapped shut around it.

Burt dug his fingertips into my flesh as he pushed forward, and I reared back at the same time. We met in the middle, his cock now fully submerged as my butt crashed against his thighs. His balls pressed flat between us, and I could feel his belly moving against my lower back with each deep breath he took. Tightening his grip on my hips, he pulled back out until his cockhead was the only part of him remaining inside me.

I contracted around his dick to convey my need for more, but he teased me by keeping me a dick-length away. I wanted to be patient, but my cock was throbbing so violently that I was afraid I might climax. Remaining still, Burt enjoyed the gentle massage of my anus around his girth; I wished that I could be that composed.

But he couldn't maintain that composure forever, not with his cock lodged in my backside. He began stroking in and out of my asshole, which shuttered around him more tightly as my excitement spiked. Soon, I was so constricted that he had to wrap an arm around my waist as he thrust into me with all of his might. He was stabbing into my asshole so hard that I had to brace myself against the mattress to keep myself steady.

Burt's balls slapped against my ass as he plunged into it, and then he pulled me back onto him so that my cheeks were flush with his thighs. He let out a roar that was more lion than bear-like, and then his shaft starting throbbing wildly as his warm, sticky fluids filled me. My own cock pulsed a steady beat as he emptied his load, but surprisingly, my own floodgates remained closed—at least for the time being.

I wanted to share his moment of bliss, so I reached for myself with the intention to jerk myself off. But before I could wrap my fingers around my own girth, he grabbed my hand, yanked his dick from my butt and flipped me onto my back. My pulse raced as I spread my thighs wide enough to accommodate his bulky frame, so he knelt between them. Our bellies rubbed together, his softening prick brushing against my leg, as he lowered his head to kiss me roughly. Our tongues wrested for a few minutes as he pressed my cock between our sweaty bodies and humped it by shifting back and forth.

When he tired of that, Burt began

aggressively kissing his way down my body. Stopping at my chest, he gave each nipple a sharp little bite before resuming his journey, which ended when his knees were by my feet and his head was at my midsection. My erect cock was mere inches from his face.

I held my breath as Burt stuck out his tongue and flicked the tip into my slit. My body jerked, so he did it again, and then he flattened his tongue to drag the broad part over my entire crown. My hips lurched upward, causing me to practically ram my entire dick down his throat, but he moved away just in time. Undeterred, he put one hand on my stomach to hold me down and grasped my root with the other. Then, holding me steady, he took me into his mouth.

At first, his lips encircled only my cockhead, which he sucked at hungrily. Though my ass normally would have risen off the mattress, he maintained a tight hold on my body as he then began lowering his lips over my shaft. He easily took my prick down his gullet until his chin nudged my balls and his nose was buried in my bramble of pubic hair.

Burt swallowed a few times, contracting his throat muscles around my dick. Then he started sucking in earnest, and I could see how his cheeks hollowed even through his wiry beard. As his head bobbed up and down, his tongue swished back and forth on my shaft, stimulating the throbbing vein that runs along its underside. Meanwhile, he let go of my root to squeeze my sac, and the combination of sensations proved too intense for me.

My body bucked when I came, making it difficult for Burt to continue holding me down. As my ass flew up off the mattress, I really did ram my dick down his throat. He maintained that amazing composure, holding still so I could fuck his face until I shot my cream across his tongue.

Moaning his approval, he gulped down my load, and the vibrations against my prick made me come even harder. Grabbing at the sheets beneath me, I fed him one final serving of semen, and when my balls were empty, I reached down and stroked his head to let him know that he could stop sucking me.

He began stroking in and out of my asshole, which shuttered around him more tightly as my excitement spiked.

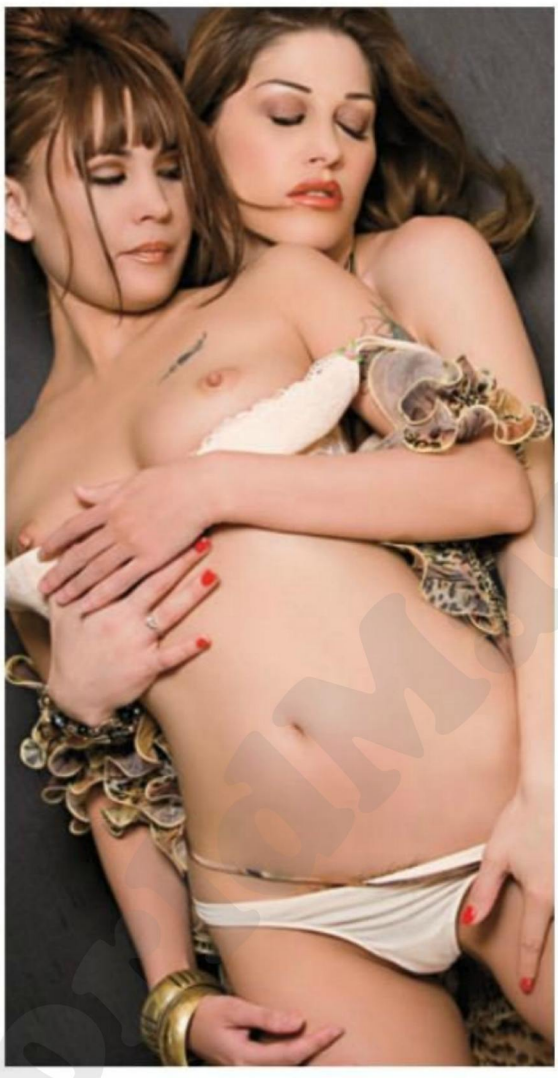
Burt released my cock from his mouth, and then he crawled up the bed to join me. I ran my fingers through his chest hair as we kissed, and I sucked my own musk off his tongue. He responded by pulling me closer and entwining his muscular legs with mine.

I still date women when I'm in the mood for pussy, but it's nice to have another option. Burt and I have kept in touch. And whenever I'm craving some hot bear action, he and I make plans to hook up.

Mr. Jason R.,
Helena, Montana

Jade & Kymberly

Neither Jade nor Kymberly came to this party looking to get laid, but their night soon goes from so-so to sexy in no time flat. The lusty ladies lock eyes, and suddenly, Kymberly is no longer interested in polite small talk. All she can think about is Jade's beautiful body, and she crosses the room, intent on staking her claim. Jade's simmering passion matches that of her admirer, and with her heart beating wildly, she lets Kymberly lead her into an empty bedroom.

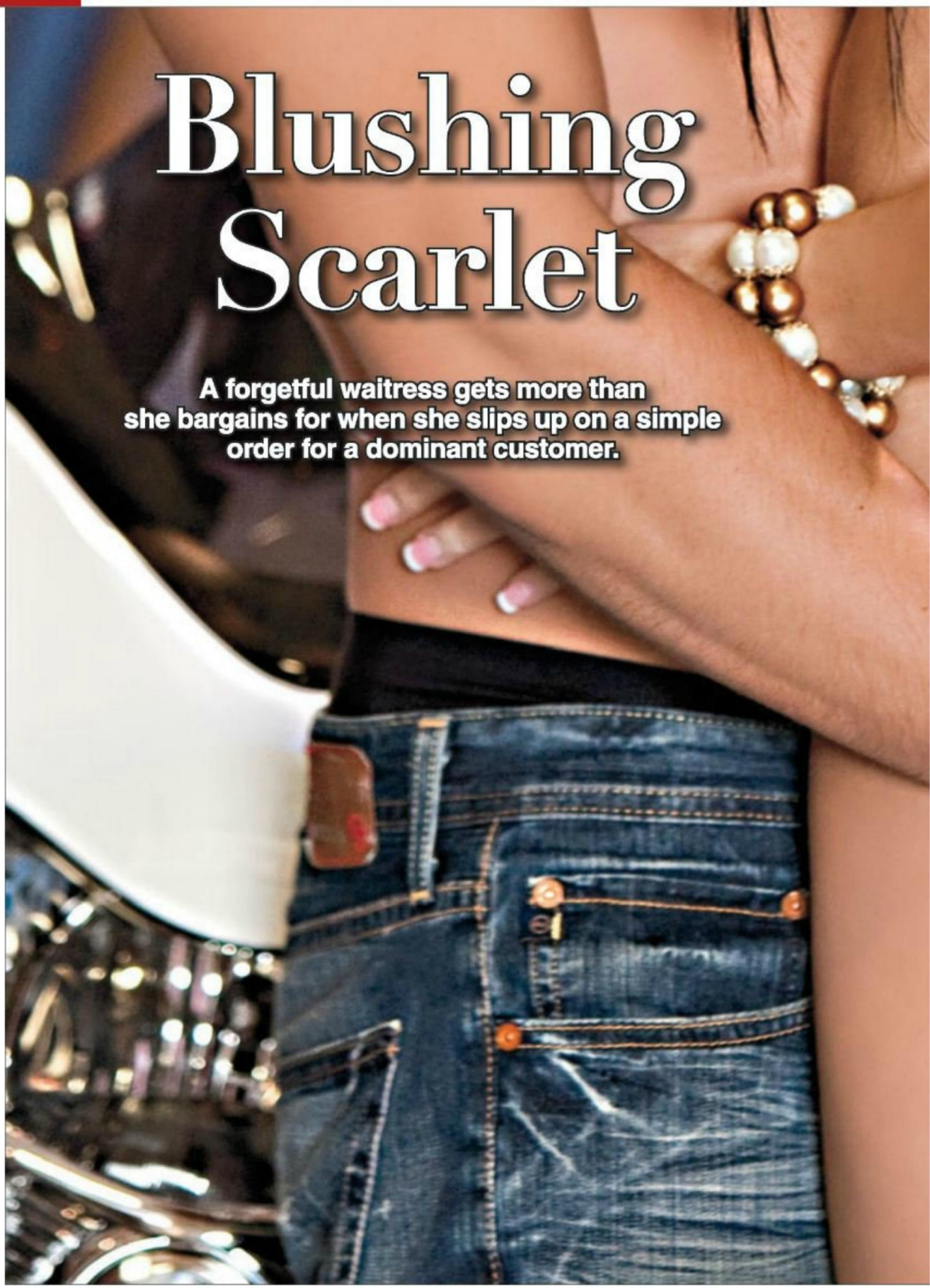


They don't bother with introductions. In between frantic kisses, they strip each other down, knowing their time together is limited. Kymberly sighs softly as Jade tricks her tongue along her slit, and then is eager to return the favor.

Jade's cunt tastes even sweeter than Kymberly had imagined, and she laps at Jade's sex while she fingers her own pussy. Their sordid tryst is short but sweet, and the two girls climax together in the darkened room—the other guests blissfully unaware of their carnal connection.

Blushing Scarlet

A forgetful waitress gets more than she bargains for when she slips up on a simple order for a dominant customer.



By Victor Lewis

"COFFEE," I told the waitress as she walked by the counter. "With cream," I reminded her.

The young waitress hardly hesitated as she filled my cup. I'd seen her plenty of times before. She was a girl who worked the area behind the counter like a dancer, in complete mastery of the small space. She was busy this morning, but I wasn't. I took the first sip black—she hadn't passed me the silver creamer yet—and imagined what I'd like do to her if we were alone. She couldn't have been more than twenty-two, and I admired the way her pink uniform fit tight on her waist, then stretched over the curves of her breasts.

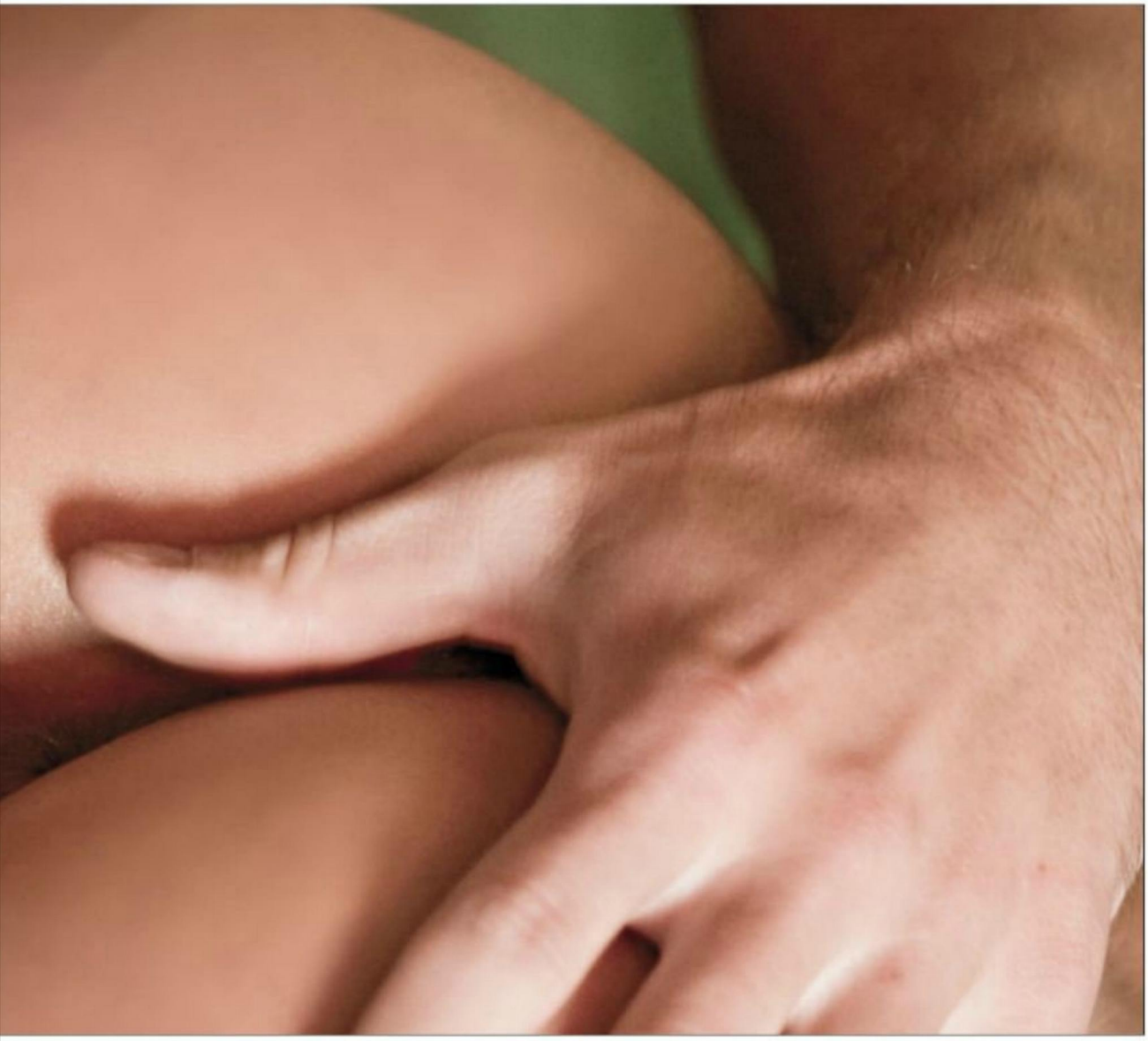
"I forgot the cream," she said, sliding the creamer to me across the counter.

"I ought to give you a spanking for that," I responded, not looking up as I poured the liquid into my coffee. If she were interested, she'd flush and stammer. If she weren't, she'd say something flippant, or tell me I was out of line. Way out of line.

She stayed. I smiled and glanced up at her. "I go on break in ten," she said softly. I saw the pink circles of heat on her cheeks, and I could imagine a similar hue on her bare bottom.

"Meet me out back," I told her.

I finished my coffee slowly, thinking to myself that growing older has certain perks. Although I've always gotten a kick out of spanking my lovers, it wasn't until I turned fifty that I began to easily find partners who appreciated this type of kink. My boyish good looks have finally matured. Now, I look like a distin-



guished, stern gentleman. One who has no problem taking a younger woman, putting her over my lap, and spanking her naughty bottom until she climaxes.

I left money on the counter, made eye contact with the pretty brunette waitress, and left the restaurant. The question was whether she'd have the nerve to go through with what I'd suggested. The rear door of the café opened. She had nerve—and nerves. When she walked over to meet me, she nearly tripped in her haste. I grabbed her arms to steady her, and she looked up at me. I saw gratefulness, trepidation and lust in her eyes.

"Did you mean what you said in there?" she asked.

"I never say things I don't mean."

"You're really going to . . . spank me?" She hesitated before the word "spank." I could tell she had a difficult time saying that word aloud.

"You want me to, don't you?"

Her flush deepened, all the way to the base of her neck. "It's what I fantasize about every night," she confessed. "A man coming in and reading my mind, like you just did."

"Let me do it again," I told her, leading her to my car, which was parked in a corner of the lot, away from most of the other vehicles.

"I only have ten minutes," she said as she practically tiptoed along next to me.

"Plenty of time to heat your sweet ass for you," I said, "and get you off. We can meet up after work to finish the job properly."

At my car, I pulled her into the backseat and spread her over my lap. She

was wearing that starched pink uniform, which I pushed immediately to her hips. Beneath, she had on a pair of white cotton panties. Perfect. I couldn't have asked for anything better. I started by spanking her through her panties, my hand connecting with the lush curves of her asscheeks in a steady, powerful rhythm. The waitress moaned as I punished her, and I thought of all the mornings I'd visited the café before. Every day, I'd imagined doing precisely this.

Who knew she'd been fantasizing about the same thing?

I spanked her bottom until I could see that the cheeks of her ass were turning rosy even through her panties. That's when I pulled her knickers off, giving me free range to spank her on her right cheek, her left cheek, and between, on her sweet spot. She wriggled her hips against me as I slapped my hand on her bare flesh. When I breathed in, I could smell the scent of her arousal, and I took a moment to let my fingertips caress her pussy.

Damn, she was wet.

"Oh, God—I want you inside me," she moaned into the car seat. "You're turning me on so much."

"I'm not going to fuck you now," I told her, spanking her even harder for her impudence. "I'm going to spank you until you come. When you get off work, you can drive to my house and then I'll fuck you. If you're lucky."

I let my fingers lightly tap against her pussy, and then I went back to punishing her pretty ass. Her skin warmed to my touch instantly, so that I could actually see my handprints on what had been her pale behind. I landed ten smarting blows on her left cheek and ten matching ones on the right. She was practically bouncing on my lap. It was time to give her a little reward. I positioned her so that her pussy was pressing firmly against my knee. When I rocked her into place, her moans told me that I'd hit the perfect spot. I knew she'd get the pressure she required right on her clit. I spanked her bottom in a lighter, but rhythmic manner, and she immediately started crying and begging for release. I timed her climax easily, rocking her on my knee and spanking her in a forceful beat, until she shivered and came on my lap.

HER ORGASM was so powerful that she made me want to come with her. But I have staying power. I wanted to make my own pleasure last by stretching it out as much as possible.

"Good girl," I told her, pulling her into an upright position, so she was facing me on my lap. "You came so well—and *I* can't wait to come all over your well-spanked ass."

She kissed me softly, all subdued now that she'd been punished. I love when girls get like that. She looked so meek and young in her disheveled pink uniform. I kissed her once more and gave her directions to my house. My cock was rock-hard against her, but I could wait until later. I would punish her once more, and shoot my come on her stinging asscheeks. Seeing that image would be worth the wait.

She reached for her discarded panties, but I confiscated them. "You'll get these when you come tonight," I told her. "But you'll have to earn them first."

"Earn them?"

"I'm going to spread you out on my bed and whip your ass with my belt."

She let her fingertips run along my belt buckle as another shiver ran through her.

"Tonight," I told her and watched as she climbed out of the car and headed back to work.

All day, I thought about her. I could imagine she was thinking the same sort of things, fantasizing about the way it would feel when we finally fucked, dreaming about how much more punishment she'd have to endure before I allowed her another release. I'd been kind by letting her come. I wouldn't be as kind so quickly this evening.

I dressed with care, wearing jeans, a t-shirt, and a well-worn belt with a sterling buckle. Yes, I had a few decades on my date, but I keep myself fit. Thanks to hours at the gym working out with a one-on-one trainer, I'm stronger now than when I was in my twenties.

At the designated time, the doorbell rang. I realized I didn't even know the girl's name. She must have been thinking the same thing, because as soon as I opened the door, she said, "My name's Scarlet," and then she blushed a similar hue. I didn't put out my hand for her to shake. Instead, I gripped her wrist and pulled her inside. "I'm Victor," I told her. "Are you ready for me?"

Scarlet slipped off her coat and handed it to me. Underneath, she was wearing a schoolgirl's uniform—but a mature, x-rated sort of one. She had on a little plaid skirt, paired with red fishnets, high-heeled Mary Janes, and a midriff-baring white blouse. Basically, she was schoolgirl meets stripper, and I couldn't have been more pleased.

I left her coat in the hall and took her immediately to the bedroom. I had planned on pouring us each a glass of wine, sitting down in the living room, and asking her questions about her life, but I couldn't wait. My dick had been hard nearly all fucking day, thanks to her, and now we were going to have a serious spanking session.

She hesitated when we reached the doorway. "I want you to know," she said, "I'm not really this kind of a girl."

"Which kind?" I asked, looking her up and down.

"I mean, I don't usually let strangers spank me."

"Who do you let spank you?"

Her cheeks had not lost their flush since she'd introduced herself at my door. "Nobody," she said finally. "I've fantasized about being spanked for years and years. But I've never met anyone I could confess my secret to. You're the only man who ever guessed what I wanted. I think that's why I let you do that to me in your car."

"That," I repeated. "Do *that* to you. What was *that*?" I simply wanted to hear her say the words. I could feel how stiff my cock was becoming from this conversation. I was itching to bend her over the bed and lift up that nothing of a skirt, but I wanted her to tell me all her dirty fantasies first.

"You know," she looked down at her shoes. Her long eyelashes practically skimmed the tops of her cheeks.

"Say it."

"Spank me," she murmured.

"Louder," I demanded.

"Spank me!" she said louder.

I smiled to myself. "Now?" I asked.

"I mean," she muttered, having such a hard time speaking, "I'd never let anyone spank me before. I never told anyone I wanted it. You just knew. How did you know?"

Finally, she was looking directly at me. It was my turn to come clean with her. "I get a feeling every once in a while," I told her. "I get this sense inside myself that a girl might get off on being over my knee, of having her pretty bottom spanked, of having her pussy tapped and her asscheeks turned rosy red."

OH, GOD," she moaned. I could tell I was turning her on with my words alone. But now that I knew she was practically a spanking virgin, I realized I had to go slower with her than I'd initially planned.

"Do you want everything I told you about in the car?" I asked. I stepped closer to her, slipping two fingers under her chin and forcing her to look up at me.

"Yes, please," she said.

"Everything?" I hit that word hard. "You want me to spank you with my belt before I fuck you?"

She clenched her legs together. I could see that she was having a difficult time even forcing herself to stay standing. She seemed to be on the verge of melting into a puddle of sex juice.

"Yes," she said again, "please. I want you to bend me over, lift up my skirt, and spank me through my panties. Then I want you to take down my panties and use your belt on me."

I started before she could finish. I bent her over the edge of my mattress and lifted that sweet honey of a skirt up to see her ripe, round asscheeks. She was wearing a garter belt and those sexy fishnet stockings. She'd really gone all out to impress me, and she hadn't failed.

I began by spanking her with my bare hand, just as I'd done to her in the car. This time, she didn't even try to hold back her moans. She let loose each time I spanked her, groaning and writhing, her hips moving on the edge of the bed. I wondered if she was grinding her clit against the mattress's edge; I had a feeling she couldn't resist. After I'd heated her up quite a bit, I pulled her panties down. She stepped out of them. Now was the time to see if she could really take what I desperately hoped to dish out. I unfastened the buckle on my belt. She stared over her shoulder at me, wide-eyed as I pulled the leather free from the loops of my jeans. I wondered if she'd beg me to go slow or soft or easy. She did none of those things. But she didn't turn away, either. Her eyes locked on mine as I doubled the belt and snapped the leather. She jumped, and I smiled.

"Count for me," I told her. "After each blow."

I landed the first, not too hard because I didn't want to scare her, but not too soft either. I'm good at this game. I've been spanking naughty girls for a long fucking time.

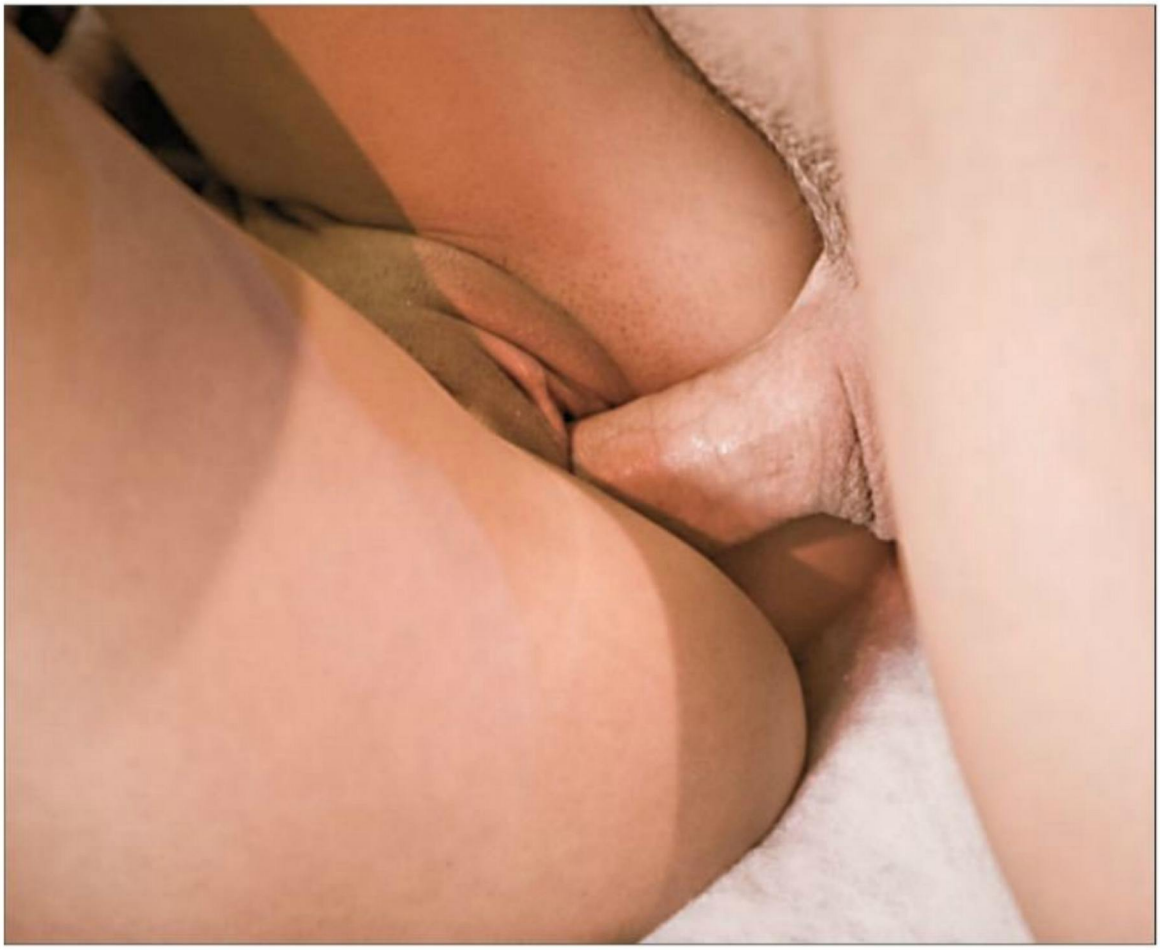
"One," she whispered.

"Louder," I told her. I heard her clear her throat.

"One," she said louder, doing her best to obey me.

"Good girl." I bent and kissed the stripe I'd left on her ass. She groaned with pleasure, and I felt my dick grow even harder.

I let the belt land a second time, a bit more firmly, crisscrossing over the first



line. She said "two" in the right tone of voice, and I bent and kissed her again as a reward. I didn't know how she was feeling, but I have to say, this was fun for me—a stripe, a number, and a kiss. We worked our way to seven without any problem, and then I let loose with a stinging blow. She straightened up, caught herself, and counted out the number. I heard the choke of emotion in her throat. We were getting closer. I landed eight and nine—two beauties that left raspberry stripes on her pale skin. We both knew that ten was going to be the bitch of the bunch. She clenched her asscheeks. I nudged her and told her to relax. I waited until she obeyed. Then I let the last blow land. Scarlet cried out and then reached back to cover her ass with both hands. I pried her hands away and left a slew of kisses along both cheeks.

From the position, I could breathe in the scent of her arousal. I knew I'd turned her on. I used my fingertips to tell for sure. Yes, she was dripping wet. I crested the tip of one finger over her clit, and she shuddered and whined. I'd held back for so long. Now was my time. I pulled open the fly of my jeans and then let her feel my cock for the first time.

"Please," she begged. "Please fuck me, Victor. Oh, God—put it in me."

I was helpless at this point not to give her what she wanted. Besides, she'd done what I asked. She deserved a proper fucking, didn't she? I parted her thighs and then thrust in my cock. The wetness enveloped me immediately. I don't think I've ever been with a woman who was as wet as Scarlet. She coated me with her juices from the first dip of my cock in her slit. I went slowly for about a second, and then I started to slam into her. I could feel the heat of her asscheeks, could feel how ready she was for me.

"I wanted to make myself come today," she confessed as I fucked her. "But I knew not to. I knew you wouldn't like that."

I was impressed by her forethought. She was right to think that I'd want her

to leave her climaxes to me.

"All day long, I walked around like a sex zombie," she continued. "I was in such a daze. My boss yelled at me, and I didn't even hear him."

"Such a bad girl," I crooned. "Getting in trouble at work. In the future, if you get yelled at by your boss, I'll have to punish you. You know that." Her pussy tightened around me as I spoke.

"What will you do to me?"

I slid a hand under her body to tweak her clit as I fucked her. "Oh, every bad thing you can imagine," I promised her. I was getting closer to climax by the second, but I didn't want to shoot too soon. I slowed us down to a rhythmic motion, punctuating my words with my thrusts.

"Tell me, Victor. Tell me all the things you'll do to me. I want to know."

"I'll spank your naked behind with a Ping-Pong paddle," I told her. "And I'll make you go to work with a red bottom every morning."

Her pussy started to twitch. I had her on the verge.

"I might even make you wear a butt plug at work," I said, and that took her over the edge. As soon as I uttered the words, she came like she had in the car, a series of violent shudders. I nearly came with her. I knew it would be a relief to release inside her warm, wet pussy, but I didn't. As soon as I started to climax, I pulled out and creamed all over her red ass. I didn't want to break the promise I'd made earlier that day.

She climbed off the bed and stripped off the rest of her clothes, and I led her to the shower. We cleaned up together, and she went all soft and sweet in my arms, as she had in the car. "It was even better than I thought it would be," she told me.

"What was?"

"Being punished like that. I don't ever want that to end."

"What do you mean?" I liked that she'd found her voice.

"I want you to do everything you said. But not only if I'm lax at work. I want you to punish me every day. With your belt and your hand and a paddle. I want you to make me your spanking slut."

I dried her off and kissed her, liking the way that sounded. She went back to my bedroom and rifled through my dresser until she found a t-shirt she wanted to slip on. I got dressed in sweats and sat down on a chair across from her. I'll tell you that I wasn't that surprised when she draped herself over my lap once more.

"I'm glad I forgot," she said as she stared down at the floor.

"Forgot?"

"The cream."

I put one hand between her legs and dipped my fingers into her wetness.

"No, you didn't," I told her, and I licked my fingers clean.

I timed her climax easily, rocking her on my knee and spanking her in a forceful beat, until she shivered and came on my lap.

DREAMS OF DOMINATION

Do you dream of a forceful, demanding lover—someone who takes command and thrills you as he fulfills all sorts of wicked promises? Tell us how he keeps you in suspense and then makes all of your kinky dreams come true. E-mail your letter to: *variations@ffn.com* or mail it to: *Penthouse Variations*, Reader Letters, 20 Broad Street, 14th Floor, NY, NY 10005.

A SUBMISSIVE WIFE'S TAUNTS WIN HER EXACTLY WHAT SHE DESERVES

Sometimes I try to get a rise out of Ryan. I don't know why I do this. He's the type of dominant lover who will give me what I crave without me ever having to press his buttons. But there are some days when I simply can't help myself. I behave in a way that's destined to get me bound face-down to our bed with my ass in the air. Is that topping from below, or do I simply have an inexplicable craving to stir up trouble?

That's what Ryan asked me last night, after I had played the brat all day long. He'd done his best to be patient. He'd ignored my snotty tone of voice, joked about my belligerent attitude. But when

push finally came to shove, he shook his head, gripped me by the wrist, and hauled me up the stairs to our bedroom.

At that point, I had second thoughts. Did I really need to have my bare bottom spanked? Was it absolutely necessary for me to be cuffed so I couldn't get away? Would worlds collide if a blindfold wasn't slipped over my eyes? Maybe I could apologize. Perhaps I could make things better by tilting my head in that flirty way and promising him oral pleasures.

Too late.

"What is it with you, Charlene?" he asked as he casually stripped me out of all of my clothes. "Do I not give you everything you need? "

"No," I said quickly, "you do, Ryan. You give me all that and more."

"You've got the 'and more' part right," he said, "at least, for tonight."

I was as meek as a good sub possibly could be, and I didn't ask what he meant. He was busy, anyway: busy sliding a blindfold over my eyes, busy adjusting my body face-down on the bed, slipping a pillow under my hips, cuffing my wrists and attaching the long chain linking them to the hook over our headboard.

"What got into you today?" he asked. I could feel him staring at me, could imagine the expression on his face. I was entirely nude, and Ryan had his clothes on. He was moving around the room, rummaging through drawers. I could hear his shoes on the hardwood floor. I turned my head to face the sound of his voice, and suddenly his palm caressed my cheek. He was closer than I'd thought. I trembled.

"I asked you a question," he said, his voice low but suddenly dangerous.

"I don't know," I stammered, honestly. "I really don't." I wasn't lying. Like I said, some days I seem to need to kick up a fuss. Maybe I'm trying to see if Ryan will sense what I crave and give it to me without me having to put the desires into words.

"Maybe you don't," he said softly, "but I do." His hand slapped my ass once, and I shivered. He spanked my other cheek, then the first again, creating a heated rhythm using my bare bottom as his drum kit. I bit my lip, wondering if this was all he was going to do tonight. "You like to see how far you can go," Ryan finally said when my behind was warm all over. "You like to push and push and see if you'll get a prize. Well, *this* is the prize you're getting tonight. I've got you bound down, sightless, and I'm not going to tell you what my plans are."

I opened my mouth to beg him to take pity on me. I like to know what's going to happen, in order to prepare myself. Before I could speak, Ryan slid his thumb between my parted lips and said, "Suck."

I obeyed. Yes, I'd been bratty all

Ryan let the belt kiss me softly several times before landing another series of stinging blows.

day, but I was done. I was going to be his good girl now, because I wanted a reward. I sucked his thumb the way I like to suck his cock, and he groaned and said, "That's right. Show me what an obedient little slut you can be."

He pulled his hand away after a moment, and I thought maybe he was going to whip out his dick for me. I heard the sound of the buckle of his belt, and then I heard the whisper of the leather being pulled free. I tightened my muscles all over. Sucking him would have been a treat for me. And he was all about doling out the punishment.

The belt snapped in the air, and then landed across both of my cheeks. I groaned and arched my back. Yes, the stripe of pain stung, but that sort of pain takes me to a different level. If my hands hadn't been cuffed, I would have tried to touch my clit. The brief spanking had already made my pussy wet. Now I was practically gushing. I love when Ryan lets me play with myself while he punishes me, lets me accept the rain of blows while my hand is on my clit. I last so much longer that way, and I always get off.

Not tonight. My wrists were contained by his regulation steel cuffs, and my ass was raised by that pillow under my hips. Ryan let the belt kiss me softly several times before landing another series of stinging blows. I moaned and bucked on the bed. I wanted him to fuck me. I was wet enough. He seemed to sense this, because he slid two fingers between my pussy lips, and then he laughed and said, "You're so easy to read. You pout and whine all day, as if you're the Queen of Sheba. But what you really are is a naughty girl who needs to be punished." He brought his fingers to my lips and spread my juices on them, as if applying gloss. I licked my lips clean and then waited for what was going to happen next. Ryan was in a mood. But I was the one who'd put him there.

I wondered if he'd pick up the belt again, or return to using his palm, or . . . suddenly, I felt something new, something cool. He was pressing something against my naked skin, as if playing a deviant little guessing

game. I knew right away what tool it was. One of Ryan's favorites: a crop.

Had I been *that* bad? Had I? I tried to recall the day's events. I'd mouthed off from the moment he opened his eyes, and didn't stop until after we'd had dessert. Yeah, I guess I had this coming to me. Ryan didn't say a word. He lifted the crop and struck. I didn't cry out, but I mashed my face into the mattress and moaned. He landed a second blow. I felt the juices from my pussy coating my inner thighs. The third time the crop landed, I actually thought I might come without any additional stimulation. I wondered if my man could tell, because Ryan dropped the tool and climbed onto the bed. He still had his jeans on, but I could feel that they were open now. He parted my thighs and thrust his cock in hard from the start.

"That was your foreplay," he hissed as he fucked me. I rattled the handcuff chain, feeling the heat in my poor punished ass seem to spread to the very tips of my fingers, the soles of my feet. Ryan fucked me with abandon, holding my waist and grinding his body against mine. He gave me the perfect friction, his balls against the split of my body, and I started to come, even without permission. I couldn't stop myself. But Ryan didn't seem to mind. "You come for me, baby," he whispered as he reached his own climax. "You come for me, so I can shoot inside you, and then resume your punishment."

Those words extended my climax. What was he going to do next? I couldn't wait to find out. Ryan shuddered as he filled me, then pulled out and removed my blindfold.

I saw that he'd lined up all his favorite toys next to me on the bed: a paddle, a row of anal beads, nipple clamps.

"It's going to be a long, hard night for you," Ryan said softly.

I had to turn my head away so he couldn't see the smile on my face. Sometimes being a bad girl gets you not only what you deserve, but also what you want.

Ms. Charlene D.,
Wichita, Kansas

I felt the juices from my pussy coating my inner thighs. The third time the crop landed, I thought I might come.

MISTRESS CHRISTINA WIELDS A MEAN PADDLE—AND HE COULDN'T BE HAPPIER

Last weekend when I showed up for our date, Mistress Christina told me that I needed to be punished. I didn't know what I'd done wrong, but it didn't matter. From the way my mistress was looking at me, with her eyes sparkling and her lips twitched up in a sexy smirk, I knew she had something wickedly good in mind.

She had recently put eyehooks in the bedroom ceiling, and after having me undress, she bound my wrists with her favorite coconut rope. After that, she stretched my arms over my head and attached the rope to a carabiner that hung from the ceiling.

Toys molded from every inch of
Glamorous Penthouse® Pet
Heather Vandeven
As seen on Cinemax's® "Life on Top"
Plunge into Heather's life sized Vibrating Pussy and Ass or please yourself with her smaller Vibrating Pet Pussy.
Find Heather's amazingly realistic CyberSkin® toys at
www.PenthouseStore.com
Collect all your favorites with the Penthouse® Pet Collection

This position forced me to stand up straight without pulling me too much, and for a second I was distracted by the thought that it was probably really good for my back. Then I felt Mistress Christina wrapping more rope around my arms, binding them together. All thoughts of chiropractic health went out the window; I was too distracted by the delicious feel of the rope against my skin.

I was hoping she would mummify my entire body with her rope, but she stopped when she reached my elbows. After tying a final knot, she put the rope away and took a leather paddle from the box of toys she keeps at the foot of her bed.

The only thing I enjoy more than being tied up by Mistress Christina is being spanked by her. I love the impact of her hand or paddle against my ass and when my butt starts to feel warm from her ministrations. It's one of my biggest turn-ons, so I was thrilled that she was breaking out the leather paddle. If she hadn't specifically said I was being punished, I would think she was rewarding me.

She walked around in front of me and showed me the well-worn implement. She ran the paddle up and down my body, taunting me rather than striking me with it. She likes to tease me like that. After she was sure I understood what was about to happen, she moved behind me again and got to work.

My mistress started by smacking my ass with her bare hand, alternating between my right and left cheeks. She then added her other hand and was able to provide a much more forceful spanking. She paused once to make me spread my legs a bit and jut my ass out more, but as soon as I was in the position she wanted, she went right back to work, her palms rhythmically smacking my ass until I felt my flesh start to heat up.

My dick was rock-hard by the time Mistress Christina stopped slapping my butt. She stood up and circled my body, taking in the sight of my full erection. "Are you about to come?" she asked, not sounding pleased. I shook my head. "You'd better not come until I tell you," she demanded.

As soon as I was in the position she wanted, she went back to work, her palms rhythmically slapping my ass.

"Yes, Mistress," I replied, knowing she wasn't joking.

"Good boy," she said as she took my dick in her hand and applied a viselike grip to the base. She was serious about making sure I didn't climax before I was supposed to.

When she moved behind me again, she rubbed my ass softly a few times, preparing me for the next round. I felt ready to take whatever my mistress was willing to give me.

Next she picked up the paddle, and I felt the breeze against my skin as she took a few warm-up swings. She doesn't need to—she can eye the exact spot she wants to strike and she never misses—but she likes to tease me as much as possible, and my heart always races as I

Join the
most dynamic
alternative
lifestyle
community
online!
ALT.com®
Explore the fetish lifestyle with millions of other kinky members worldwide.
Find Your Fetish – Join for FREE!* Visit www.ALT.com
ALT.com is a registered trademark of Various, Inc. Model depicted in photo.
*Access to certain site features requires an upgrade from a free membership to a paid membership.

wonder when she'll actually connect with my ass. On her third swing, the paddle landed right in the middle of my butt, and I moaned as the leather met my skin. I felt an exciting sting, and I shook my butt as I waited for the next strike.

Mistress Christina spanked my ass more than a dozen times, and each time the paddle struck, I moaned quietly and squirmed, trying to get her to hit me harder. I knew doing that would be a sign to my mistress that I was enjoying my punishment, which wouldn't please her at all, but I also knew it wouldn't keep her from doing what I wanted, which was for her to spank me with more force.

She swatted my ass with the leather paddle until my flesh felt hot, and then she stopped and let me cool down for a while before starting all over again. By the time she was done, I was having a hard time controlling myself, and I was worried that I was going to spurt before my mistress gave me permission.

After a sufficient spanking, Mistress Christina unhooked me from the ceiling and guided me over to the bed. She was still wearing the jeans and shirt she'd had on when I arrived for our date, but as soon as I was lying on the bed, my hands hooked to the headboard, she stripped off her pants. With her thong still on, she climbed on the bed and straddled my face. She demanded that I lick her pussy—without my hands available to pull her panties aside.

I dove right in, pulling at her thong with my teeth and sliding my tongue behind the black lace to get to her pussy. It wasn't easy, but once I got her panty crotch out of the way, I had no trouble getting to her wet cunt. I alternated between laving her clit with my tongue and lapping up the juices clinging to her lips.

My mistress mewled softly, letting me know that I was doing a good job, but it was her climax, her juices running into my mouth, that was the real signal. Mistress Christina doesn't climax easily, but she came fast that night, no doubt having gotten aroused from punishing me.

Afterward, she finally allowed me to come, and she even stroked my dick until I exploded—since I couldn't do it myself. My ass was still tingling from the spanking she'd delivered, and it made my orgasm that much more intense. I couldn't believe my mistress was allowing me so much pleasure when she was supposed to be disciplining me, but I wasn't about to question her methods. She was the boss, after all.

Eventually, Mistress Christina untied me and we went out on our date, but I couldn't stop thinking about the spanking she'd given me earlier in the evening. I don't like to make my mistress unhappy, but I do love when she punishes me!

Mr. Zachary B.,
Seattle, Washington

I dove right in, pulling at her thong with my teeth and sliding my tongue behind the lace to get to her pussy.

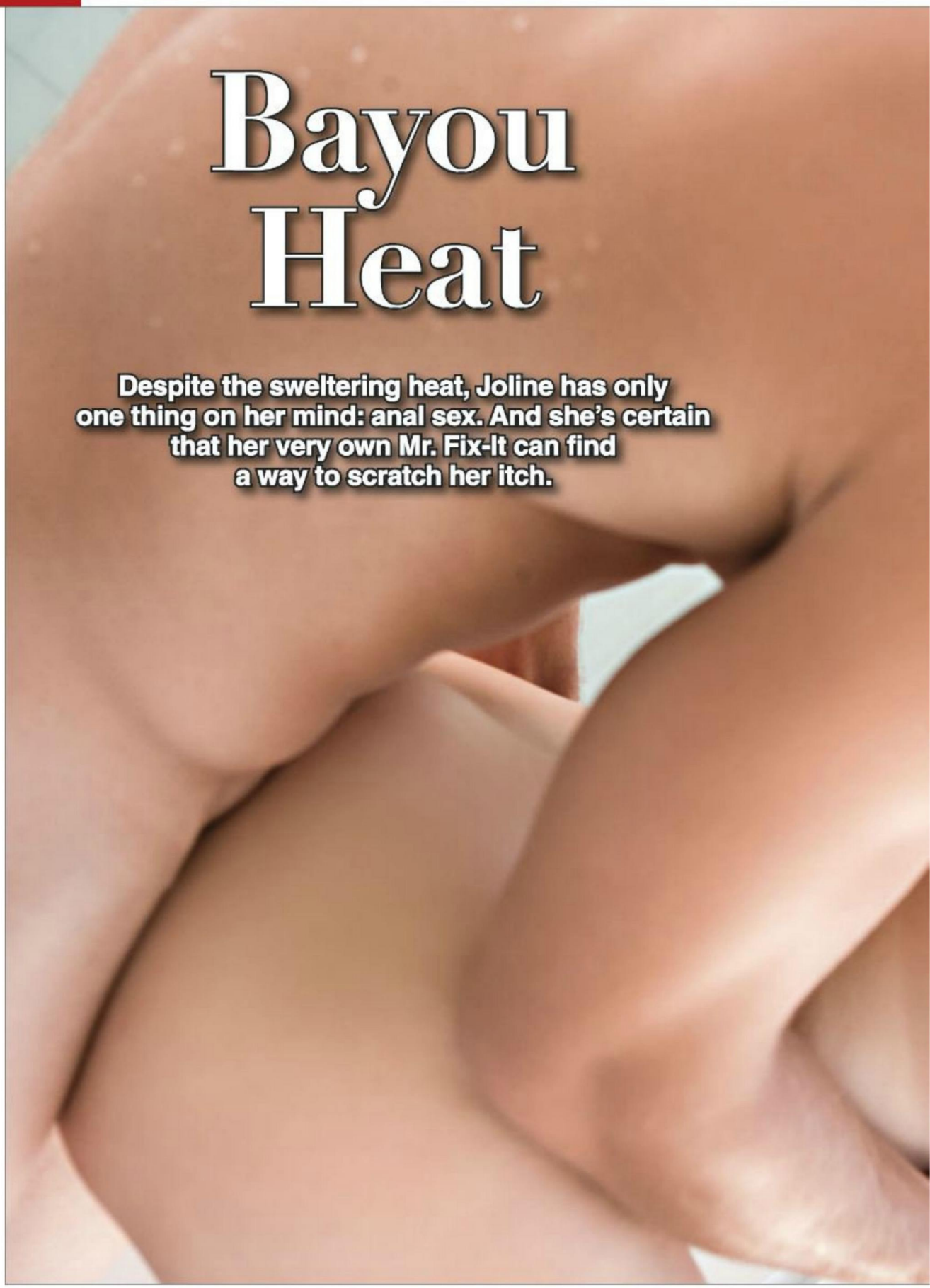
1-800-297-3362
JUST $1.99/MIN, 18+

TRY ME NOW
1-800-457-8765

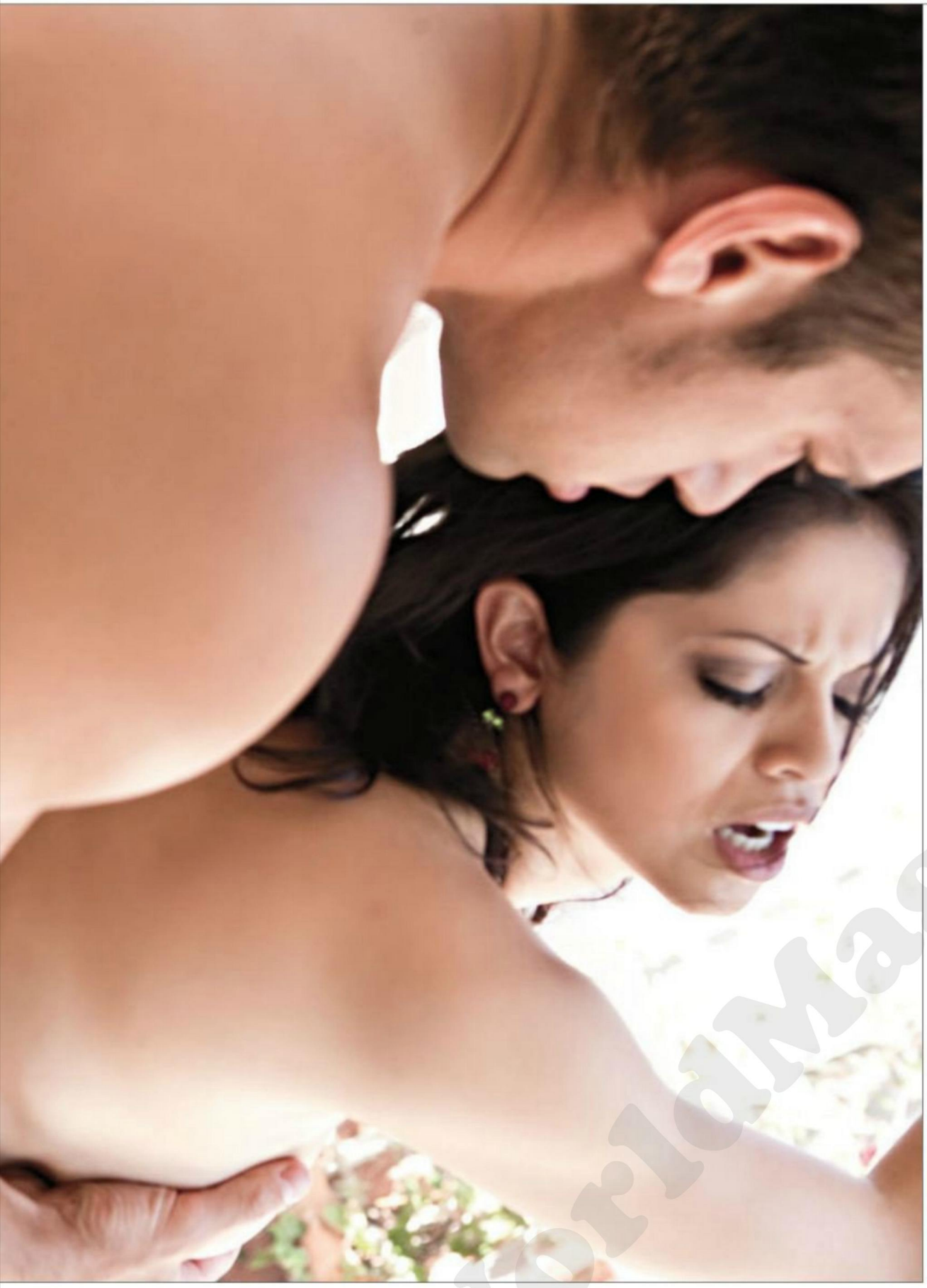
1-800-592-6649
LIMIT 1 CALL ONLY/MONTH

Bayou Heat

Despite the sweltering heat, Joline has only one thing on her mind: anal sex. And she's certain that her very own Mr. Fix-It can find a way to scratch her itch.



By Joline Jackson



worldmags

IT WAS A SWELTERING DAY on the bayou—the kind of weather that, for some reason, always makes me horny—when I noticed that the bottle of lube on the nightstand was dangerously low. For someone who loves anal sex as much as I do, running out of lubricant is not an option. I threw on a little sundress, brushed my honey-blonde hair and turned to my hubby. "Tanner," I said, "I need a few things from the store."

He was working on the evap cooler in the bedroom window. The device had quit overnight, leaving Tanner and me with sticky sheets by morning. Tanner is great with machines—he's got a classic muscle car that he's nearly finished restoring—but so far he hadn't been able to fix the cooler.

Sweaty and irresistibly sexy in his boxer shorts, Tanner turned and said, "Okay, babe. Maybe I'll have this fixed by the time you get back."

I kissed him; he pulled me close and kissed me back, running his hand up my bare thigh. I felt my ardor rise and thought of pulling him to the bed, but then I remembered the lube situation. Extricating myself, I said, "I won't be long."

My destination was the adult superstore some twenty miles away, where I bought a bottle of anal grease, plus three pairs of sexy thong underwear that had caught my eye. When I got back home, the twang of Tanner's acoustic guitar led me to the carport, which sat well back from the street. The muggy air was perfectly still; in seconds, my dress stuck to my skin as I walked up the rutted gravel track. I didn't mind, though. Like I said, there's something about sultry weather that turns me on—and boy, was it working that day!

Barefoot and bare-chested, Tanner sat on a stool beside his car, plucking a melancholy tune. Grease smudges decorated his arms and chest. "Hey, Jo," he said, putting the guitar down.

"Jesus, it's like a sauna out here," I said, fanning myself with my free hand. In the other, I held my bag of goodies from the store.

"Even worse in the house," Tanner said. "Need a part for the evap. I called around. Soonest I can get it is the day after tomorrow."

"Well, never mind that. I have a few things to show you." I kicked off my flip-flops, then unzipped my dress and stepped out of it, grabbing Tanner's undivided attention in the process. The car—not to mention the big shrubs growing along the curb out front—shielded us from view of the road. I don't wear a bra, because my 34B breasts are really perky. So, when I slid my panties off, I was completely nude. Tanner's eyebrows went up and a grin spread across his face.

"Now, what do you think of these?" I asked, taking one of the new pairs of panties from the bag and putting them on. After giving him a good look at the front, I turned around to show him the back. Tanner always says my derriere is my best feature, and I know my cheeky display revved him up big-time. I was feeling mighty aroused myself, and as I modeled the other two thongs for him, I really got into it, shaking my behind in his face and bending over like a strip-club dancer. Tanner loved it. He caressed my asscheeks with his calloused hands, and I could feel the want in his touch.

I removed the last thong and tossed it back in the bag. When I turned to face him again, I was not surprised to see the outline of a bulging erection in his jeans. "Oh, Tanner," I said, sitting astride his knee. The denim felt warm and pleasantly rough against my bare cunt. I began thrusting my pelvis to and fro, just an inch or two—enough to rub my clit smartly against his knee. White-hot sparks of excitement shot through my body.

Tanner kissed me passionately. His arms were around me, but he seemed to be holding back from touching me the way he wanted to. "Baby," he started, "I got grease all over me."

"The only grease that matters right

now is *this*," I declared, leaning over to grab the bottle of lube.

Tanner took it from me and kissed me again, so fiercely this time that my heart beat double-time. I stood up to let him free his cock. He pulled his jeans and underwear down and stood before me, enjoying my stare. His prick never fails to amaze me. Long and thick, it stood straight out from his groin like a billy club. I couldn't wait to feel it driving deep into my ass.

Tanner glanced over at the house and said, "Too damn hot in there."

Before the words were out of his mouth, I bent over the red-striped hood of his car and planted my feet well apart on the concrete slab. "Here, fuck me here!" I demanded.

Tanner whistled with appreciation. Quickly, he got into position behind me and oiled up his monster rod. Then I felt his fingers at my rear opening, massaging a dollop of the lube into my sphincter. I squirmed, enjoying the naughty feeling. He pushed his thumb in to the knuckle, then withdrew it and replaced it with two fingers. I gasped with delight and cried, "Keep going!"

Carefully, he added a third digit, and then wiggled them all around a bit, just enough to make sure my taut ring of muscle was pliant and ready. I felt the juice seeping from my cunt, dripping down onto the grille of the car. Breathless with anticipation, I waited for the moment I'd feel the big, meaty head of Tanner's cock between the globes of my ass, pressing insistently against my backdoor. Two seconds later, his hands were on my cheeks, spreading them apart to better expose my tiny hole. The time had come. Tanner gripped my hips, positioned his shaft between my buttocks and deftly entered my tight orifice.

"Aaah," I groaned. "Fuck, oh fuck—that feels good." As Tanner leaned into me, propelling his tool farther up my back passage, he placed his palm against the small of my back and urged me to lie flat against the car's hood. I pressed my boobs and belly to the painted metal

surface and found that the new angle of Tanner's dick in my butt was better than ever.

"You've got such a pretty ass," Tanner said as he bottomed out inside me. "Such a perfect, tight ass." His ball sac smacked against my cunt lips, sending extra shivers of delight through my body. He stroked my butt with adoration, while he withdrew his cock almost all the way, then slid in completely again. I moaned at the onslaught of intense pleasure and pushed back at him, desperate for more.

"I love that you love this," he added, pumping faster now. "I love that you can't get enough of my cock in your ass . . . because I can't, either." He thrust harder still, pummeling away at my rump so ardently that the car began to rock beneath me. My whole body was slick with perspiration, and that made me slide against the metal surface like a slippery eel.

"That's it!" I cried, feeling my orgasm approaching. I extended my arms and grabbed hold of the hood, just below the windshield wipers. "Oh, God—that's it." I couldn't say anything more for a while after that, except meaningless gibberish, as I undulated against the car.

Tanner kept a good grip on my hips and kept sawing in and out of my ass until I regained a measure of control, then he pulled out and asked me to turn over. Curious to see what he had in mind, I lay flat on my back against the hood and lifted my feet to the fender. With a sly wink, he parted my knees wide, and then he lowered his head to my pussy. His tongue, strong and wet, darted between the lips of my sex and slid within my sopping folds. Tanner began lapping up my juices as if he were parched. At the same time, he pushed two fingers between my asscheeks and started working them in and out of my backdoor. A shriek of pleasure escaped my lips, and my back arched involuntarily off the car, so intense were the sensations I was experiencing. I stared up at the roof of the carport and struggled not to howl; the last thing we needed at that moment was to draw the attention of the neighbors. At any rate, it was only a minute or two longer before Tanner had me coming again. I grabbed my breasts and gave in to a series of wild tremors, which made my ass bounce against the hood.

I was still trembling with post-orgasmic bliss as Tanner straightened up, resupplied his shaft with lube, and stuffed it into my ass once more. He felt incredibly big back there, and yet I wanted it all, every inch of him inside me. He was right: I couldn't get enough. Tanner was just as enthusiastic. He moved in and out of my fanny with incredible vigor, completely filling me with every thrust. I put my legs up over his shoulders, and he held my knees while he plundered my tush in earnest. Beneath me, the car rocked crazily, and the shocks squeaked in protest, but the brake held.

"OH, BABY, here it comes," Tanner growled through clenched teeth. The muscles in his arms and chest tightened, as did his grip on my legs. He rammed his cock in and out of my ass half a dozen times more, ultimately triggering one last climax for me in the process, and then his dick erupted, filling my tight passage with semen. Again and again he spasmed inside me, until at last he collapsed on top of me. His dick slipped out of my rear end, followed by some of his semen. We were both sweating profusely, but we were content to lie there for a while.

Eventually, Tanner and I went inside for a long, cool shower. "Good thing you bought that lube," my husband said as he soaped my breasts. "We're going to need more of it tomorrow."

I figured that was true, since I was already looking forward to our next round of anal play, but Tanner seemed to have something specific in mind. "What's tomorrow?" I asked.

He had a mischievous twinkle in his eye, which piqued my interest. "The fish

fry at that restaurant, remember?"

"Oh, yeah." The occasion was supposed to include live music and dancing. We'd promised the friend of a friend that we would go, but we weren't likely to know many people there. I knew what Tanner was thinking. He wanted us to slip away at some point during the event for some illicit anal fun.

With that exciting notion on both our minds, we went to the restaurant the following afternoon. The food wasn't bad, but the live band left much to be desired, and we hardly knew a soul. At least the place was air-conditioned—a good thing, since the weather was still hot and sticky. After a few beers and one dance, Tanner took me by the hand and led me down a hall opposite the kitchen.

"Where are we going?" I asked, laughing. I had my answer a moment later, as Tanner pushed open the door to the unisex bathroom. It was small—one stall, a sink and a scratched-up mirror—but it would suffice for our purposes. I locked the door and turned to Tanner, who was already lowering his jeans. His lovely cock stood proud and tall—ready for action.

"Someone's turned on," I said with a smirk, as I knelt down in front of him. The floor was a little grimy, not too bad, but I didn't really care as I lowered my mouth over Tanner's hefty stick. The sheer girth of his shaft forced my lips to form a wide circle. "Mmm," I moaned, enjoying the size and taste of him. I had just eaten dinner, of course, but I was still plenty hungry for cock. Tanner held my head lightly between his hands and uttered a quiet, heartfelt moan as I bobbed back and forth. His dick throbbed against my tongue, its fat crown leaking precome into my throat. Soon I would feel that monstrous shaft slide into my bottom, expanding my very soul as it took me to new heights. My breath quickened at the thought, and I sat back, feeling almost dizzy with desire.

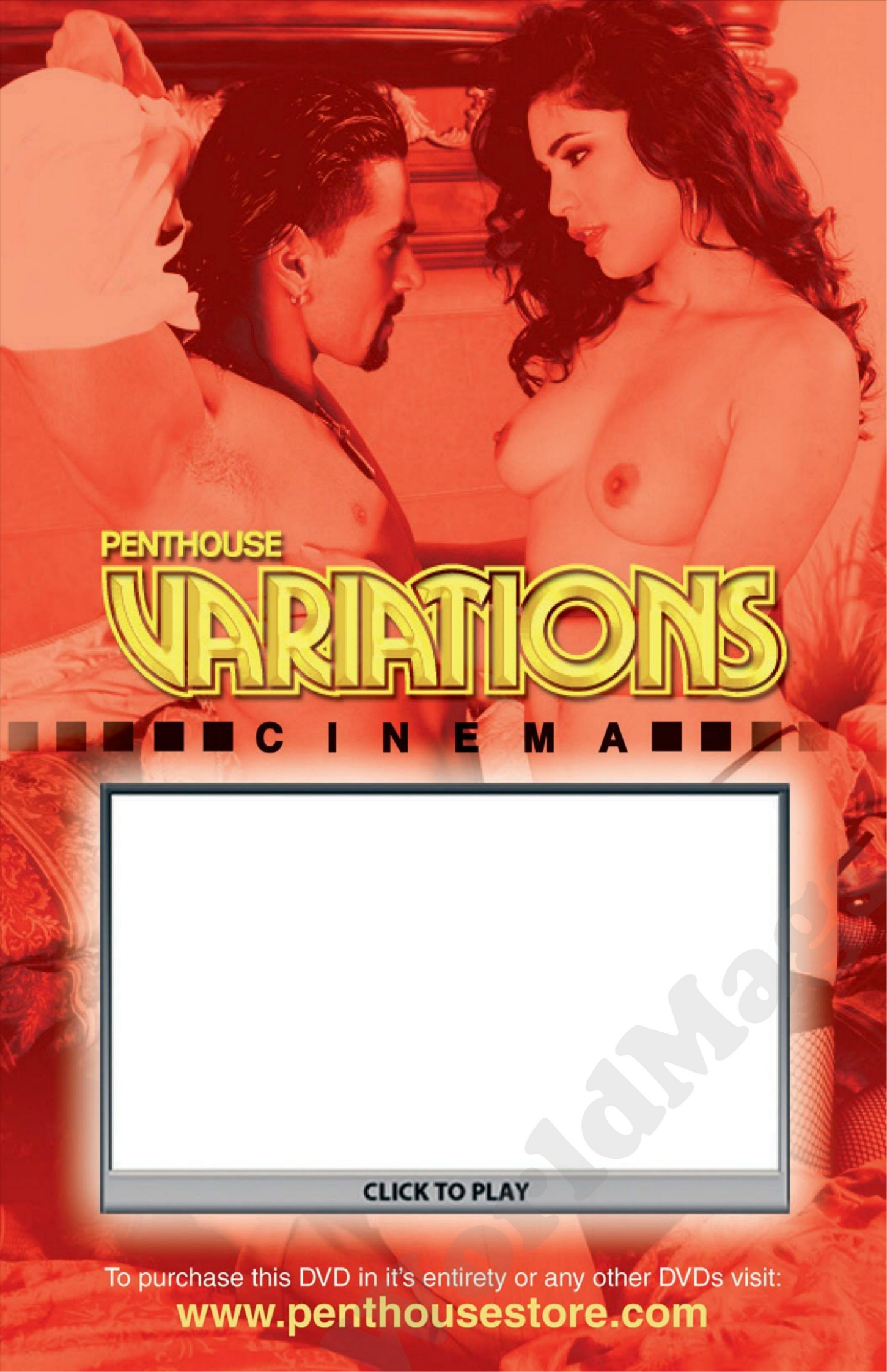
"Sit up here," Tanner said, slapping the white, square sink. He was a little short of breath, after the oral attention I'd

just given him. I perched on the edge of the sink with my knees wide and flipped up my skirt. Since I'd taken off my underwear before we left the house, he had an unfettered view of my private parts. "Beautiful," he murmured, staring at my wispy, blonde pubic hair like he'd never seen it before. His reaction increased my lust, and I spread my glistening-wet pussy lips apart, offering him a graphic view of my pink recesses. He lowered his head at once and started eating me with gusto.

Someone tried to open the bathroom door, cursed, and stomped off. "Fuck yeah," was all I could say as Tanner, licking voraciously, kept his face pressed firmly against my dripping sex. I was eager to feel his tongue in my ass, too, so I lifted my feet all the way to the sink and leaned back against the mirror. Tanner got the message instantly. He slid his tongue down along my perineum to my tiny hole and explored the rim for a moment, then pushed inside.

I was thrilled by the sudden, wicked feeling. He tongued my ass zealously and rubbed his thumb against my clit at the same time, making me see stars. I coiled my fingers in his hair and held his head tightly to my favorite pleasure zone as my climax swept through me. Somehow I managed not to fall off the sink.

When my vision cleared, I was more desperate than ever for some serious anal fucking. Hopping down to the floor, I turned my backside to Tanner and grabbed the sink with both hands, then bent over at the waist a little and pushed my butt out behind me. "Lube's in my purse," I said over my shoulder, but Tanner had already retrieved it. I waggled my hips impatiently while he finished coating his shaft with the slippery liquid. He wasn't going to rush things, though. I knew he was enjoying the sight of my ass jutting out toward him, the two pale globes slightly spread, with my glistening pussy just below. The mirror was only a few inches away from my face. I looked at myself in the scratched, pitted glass, and the face that looked back at


PENTHOUSE
VARIATIONS
CINEMA
CLICK TO PLAY
To purchase this DVD in it's entirety or any other DVDs visit:
www.penthousestore.com

me was flushed with lust.

An instant later, Tanner slid his prick between the cheeks of my rump and pushed into my eager hole. He took his time, impaling me slowly to maximize his pleasure and mine. At last, his hips met my fanny and his balls touched my labia. I was packed completely full back there, stuck tight on my husband's dick. "Jesus, that's deep," I said, breathing out a long sigh of pleasure. Tanner eased out, nudged his cock's head against my backdoor again, and shoved in once more, harder this time. I grunted, feeling tingles of extreme pleasure flowing out from my core. I loved the dirty, taboo feeling of being taken like this, in the ass from behind—and in a grungy restaurant bathroom, no less. "Fuck me harder," I pleaded to Tanner. "Fuck my ass as hard as you can!"

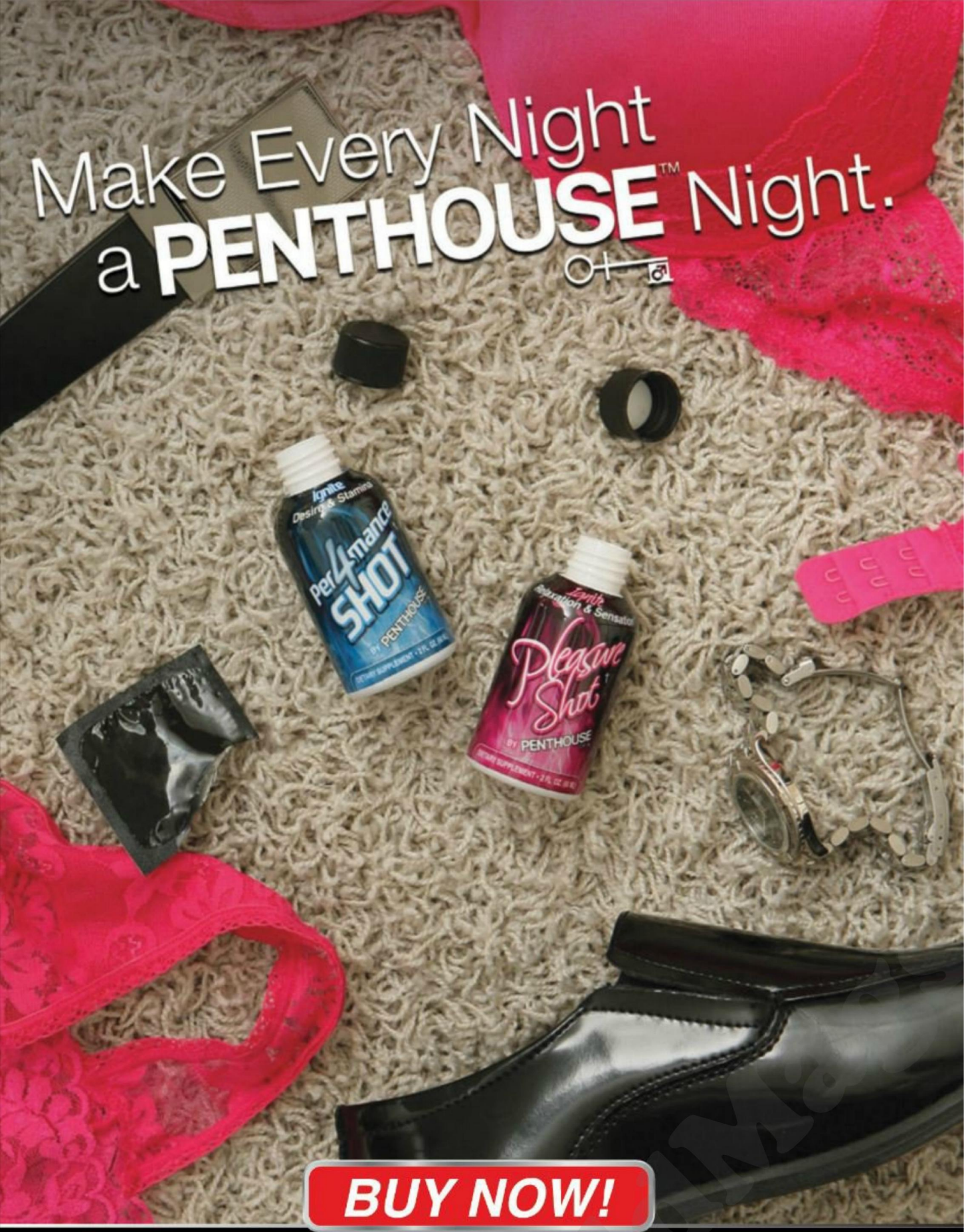
My raunchy appeal ignited a frenzy of desire in my husband. He clamped his hands on my shoulders and rocked his cock in and out of my butt with desperate passion. I gripped the sink tighter, and it creaked against its moorings, but I doubt we'd have stopped what we were doing even if the grubby thing had fallen off the wall. I was so attuned to the feel of Tanner's penis ramming into my deepest, darkest passage that I barely heard the next rattle of the door handle, nor the subsequent knocking. Whoever it was would have to wait. Tanner's thrusts had become short and lightning-quick; we were nearing the endgame. His crown never tarried near my sphincter now, remaining instead within the depths of my behind while the base of his shaft pistoned through my anus like a machine.

All this fierce fucking was pressing my cunt against the sink's edge, and my clit responded, turning my inner folds all slick and gooey. I reached down there and toggled my swollen button between my fingers until I could only gasp for breath.

"Baby, I'm gonna come," Tanner growled. I felt his body tense, and his grip on my shoulders tightened. The spasmodic thrusts of his hips drove his cock into my ass as deep as it could go and mashed my clit against the sink at the same time. Waves of unspeakable pleasure suddenly shook me to the core, at precisely the same time that Tanner cried out his release. His dick spasmed wildly inside my rear end; I felt his jism spray inside me hotly. He lowered his hands to my hips and kept thrusting until we were both totally spent.

When we finally exited the bathroom, a couple of people were waiting in the hall outside. The looks on their faces were priceless. We headed straight out to our car and drove off into the humid evening with our windows down. Before we got home, I was already dreaming up scenarios for our next anal encounter.

My raunchy appeal ignited a frenzy of desire. He clamped his hands on my shoulders and rocked his cock in and out of my butt.



www.PENTHOUSE™SHOTS.com

Prestige Imports LLC Ph: (586) 778-2143 www.PrestigeImportsLLC.com†This statement has not been evaluated by the food and drug administration. This product is not intended to diagnose, treat, cure, or prevent any disease. PENTHOUSE™ and the One Key Logo™ are trademarks of General Media Communications, Inc. Used by permission. Licensed by Prestige Imports, LLC - Photograph by I2I / Claude Jodoin

Moonlit Passions

A group of randy trailblazers go for a moonlit hike, experiencing new highs that have nothing to do with exercise.

By Parker Hall

"YOU WANT TO DO *WHAT*?" I stared at my friend in disbelief. Chuck laughed. As the leader of our hiking and backpacking club, he had to come up with interesting outings every month. This time he'd thought up a doozy.

"A full-moon hike," he repeated, "in the nude."

I had to grin. "You're crazy."

Chuck shrugged his shoulders. "Gotta try *something* to draw all those phantom members out of the woodwork." The club's recent excursions were attended by roughly the same dozen people every month. Another thirty or so were "members" in name only—they'd joined the club online but had never shown up for an event.

"What trail do you have in mind?" I asked.

Chuck mentioned one that we'd hiked before, a relatively easy trek with modest elevation gain in the hills outside of town. "There's a full moon Saturday," he said. "It's going to be crazy-hot all weekend—plenty warm enough after dark to go without clothes. Footwear excepted, of course."

"You swear you're not putting me on?"

He merely grinned. "We'll meet at the trailhead at ten-thirty, which should put us at the plateau around midnight. We'll have flashlights, but the moon may provide enough light."

I was still skeptical. "Do you think anyone will show?"

His smile got wider. "Sara has already said yes."

I could almost feel my eyes bug out. Sara was twenty-five, blonde and as sexy as hell. She never missed a hike—and she did them all in tight shorts and brief t-shirts. I spent most of my time checking out her dynamite body, rather than the dramatic landscapes we traversed.

"Well, if you're doing it, and Sara's doing it, I guess I'll go, too," I said. "But it may be just the three of us."

I was wrong. When I got to the parking area Saturday night, my truck's headlights picked out Chuck, Sara and six others. I parked, grabbed my backpack and flashlight, and joined the group.

"Hey, Parker," Sara said, smiling as she tucked a strand of hair behind her ear. My gaze drifted down her awesome figure, clad in shorts and a tank top. Was she really about to take everything off? Were we all? The situation seemed unreal.

Looking around, I nodded to Tony and Gordon. They were easygoing guys who had been on many hikes with the club. Tony was around my age—I'm twenty-eight—while Gordon was in his mid-thirties.

An older man I didn't know stepped forward. He had broad shoulders and close-cropped sandy hair. "Hi, I'm Patrick," he said, offering me a firm handshake. "This is my wife, Mikala."

Mikala was petite and quite attractive, with dark hair and exotic features. As I shook her hand she said, "I know we've missed quite a few outings, but this one sounded like too much fun to pass up."

Sara introduced her friends Alexis and Savannah, a pair of twenty-something young women. "We don't hike much," Alexis admitted. She had a sultry voice. "Getting naked, though—that's another story!"

Everyone laughed, and I felt the tension dissipate, replaced by a sense of excitement. The feeling intensified as Alexis and Savannah, without further ado, began removing their clothes. The moon hadn't risen yet, and I certainly wasn't going to blast the girls with my flashlight, but I could see they were both damn hot. Dark-haired Alexis was voluptuous, with full breasts, curvy hips and a small triangle of black pubes, while Savannah was tall and slender, with perky tits and a mane of golden hair that matched her landing strip down below.

Everyone else was undressing, too, so I hurried to get my clothes off. The afternoon had reached triple digits, but now the temperature was down near eighty,

with the barest whiff of a breeze. We stuffed everything into our backpacks, and then, clad only in hiking boots, we started off down the trail, single file. Chuck led the way. I found myself sandwiched between Sara in front and Alexis behind—an enviable position! The path was smooth and well worn, so I could study Sara's fantastic derriere at my leisure. That, of course, gave me a woody, but I figured no one would notice in the darkness. Then the moon peeked over the mountains on the horizon, changing everything.

It's amazing how much light a full moon provides, especially out in the country. Second by second, the blazing-white sphere emerged, illuminating my companions and the terrain all around us. I could see the trail ahead clearly, not to mention Sara's sublime form right in front of me. She glanced back and smiled coyly, knowing full well what I was staring at. Her eyebrows went up as she took note of my cock's agitated state, and then she turned to face forward again.

Soon we reached the only challenging section of the route, where a jumble of boulders littered the path. Sara knew the trail well, but I thought Alexis might appreciate some assistance, so I turned and offered my hand. She reached out, stumbled, and accidentally grabbed my erection instead. At least I *think* it was an accident. We both laughed, but she didn't let go right away. "Nice," she murmured, giving my prick a squeeze.

Then Savannah came up behind Alexis, with Tony and the others right behind her, so Alexis let go of my throbbing rod and we started walking again. I got the impression she wanted more, though.

It wasn't just Alexis. The banter among our whole group had grown more and more suggestive since we'd set out. There was definitely an air of erotic excitement permeating our adventure. I had the feeling that the night might soon take a thrilling turn.

When we arrived at the hilltop site where the trail ended, everyone spread

out a little, catching their breath and drinking from water bottles. It was a dramatic spot in the daytime, but it was downright magical now—a starkly beautiful landscape of high-desert trees, rolling hills and distant mountains, laid out in the silvery light of the moon.

Suddenly I became aware that Mikala and Patrick, the married couple, were giving in to their impulses. He stood behind her with his arms wrapped around her, and she moved against him, grinding her ass against his erection. Patrick's hands went to her breasts, cupping and massaging them. Mikala's movements became more sensual as she slid her hand between her legs, touching herself. Again and again she bumped her butt against her husband's tumescence, inciting him. I tore my gaze away long enough to see that everyone else was also watching, mesmerized. I looked back in time to see Mikala turn around, squat down on her slinky haunches, and guide Patrick's cock to her open lips. He rested one hand on her head, placed the other on his hip, and rocked back and forth, sensually fucking her mouth. Everyone else fell silent, listening to Patrick's moans and his wife's hungry slurps. The sounds floated on the night air like a siren's call to the rest of us.

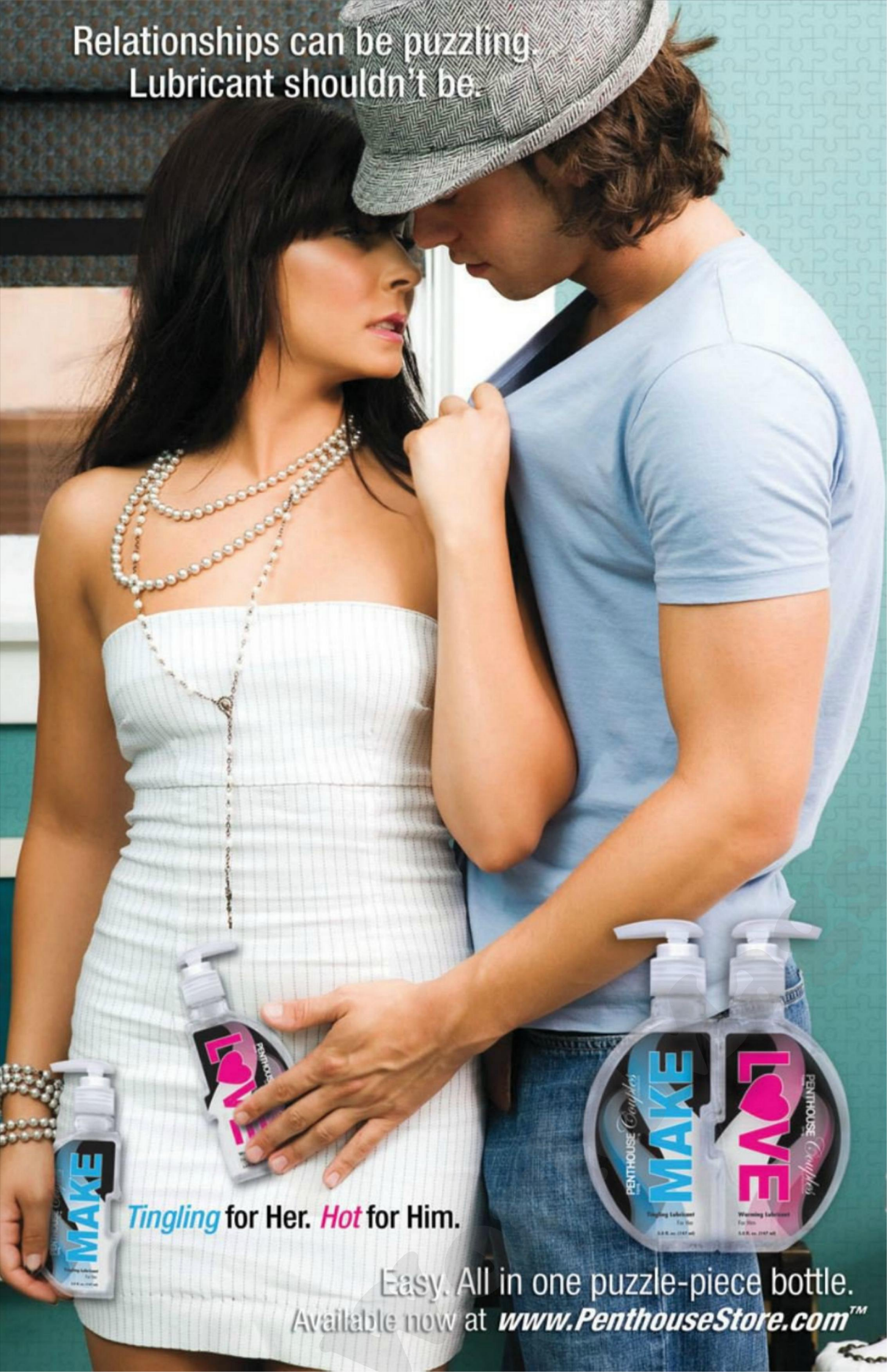
"That looks like fun," came a soft voice to my left—Savannah. She stared at the couple a bit longer, and then turned and let her gaze settle on Tony and Gordon, both of whom had massive hardons. Savannah went over to them and began caressing their cocks with slow, solicitous strokes. If the guys were surprised, they didn't show it; Gordon just smiled happily and Tony muttered an "Oh, yeah" that was heavy with need. Savannah looked deeply into both guys' eyes, and then knelt down before them so she could use her mouth on their meaty pricks. Switching back and forth between them, her pace unhurried, she sucked and licked their stiff cocks with equal attentiveness until both men were weak in the knees.

I felt a touch at my side, and turned to find Alexis standing close. Her lust-filled eyes flashed between Savannah and Mikala as the two women indulged their carnal appetites.

Switching back and forth between them, she sucked and licked their stiff cocks until both men were weak in the knees.

"Can you believe this?" I murmured.

"I'm not surprised," Alexis replied. "Savannah's always been wild. Not as wild as me, though." As she said it, she curled her hand around my rock-hard dick. That got my undivided attention. I turned to her, and she kissed me full on the lips. Her desire was so intense that I almost staggered under the force of it. She took my hand, and we sank to the ground together. Her wicked smile made my throat go dry as she pushed me flat on my back. Swiftly, she climbed atop me, facing my feet, and presented her de-


Relationships can be puzzling.
Lubricant shouldn't be.
MAKE
LOVE
Tingling for Her. Hot for Him.
Easy. All in one puzzle-piece bottle.
Available now at www.PenthouseStore.com™

lectable cunt to my mouth. Half a second later, I felt her fingers circle my cock at the base, and then, lowering her head and shoulders, she wrapped her lips around my crown. Her warm mouth engulfed my shaft inch by inch, while at the same time her honey began to drip onto my lips. I thrust my tongue up into her juicy folds, enjoying her sweet-tangy taste and intoxicating scent.

"Mmm, that's good," came Alexis's muffled response around my penis. Her licking and sucking grew more ardent by the second. The way her tongue twirled in circles around my cock's sensitive head was pure heaven. I held her pussy lips apart with my fingers and lapped eagerly at her slick cleft. With Alexis's fanny blocking out the moon up in the sky, I couldn't really see her clit, but my tongue found it soon enough. I nibbled and sucked that swollen nub until she fairly screamed in ecstasy. "Oh, my God," she cried. "You're making me come!" And she did, long and hard, her supple body squirming crazily atop me. Her climax left my mouth and chin sloppy-wet with girl juice.

After a minute, Alexis slid off me and crouched in the dirt on all fours, panting like a puma. "I want you to fuck me," she said. "Over there. Come on." She hurried over to Savannah's side. The willowy blonde girl was on her hands and knees, avidly sucking Gordon's cock while Tony pumped in and out of her pussy from behind. Alexis, watching them, dropped to hands and elbows beside her friend, and wagged her ass at me. I got the message pronto and knelt behind her. In the moonlight, the plump lips of her vagina glistened wetly. I slotted my prick between her puffy labia and slid in deep.

"Ooh, yeah," Alexis sighed, rocking back at me so that the fleshy globes of her ass slapped against my pelvis. Her cunt felt like warm honey. I eased out and thrust back in again, hard enough to make Alexis groan. Her cries of encouragement mingled with the ribald sounds of satisfaction coming from the threesome beside us. I grabbed hold of Alexis's hips and really banged away, not stopping until a fierce shudder went through her frame and she dissolved into another paroxysm of bliss. Tony, who'd been watching us while he fucked Savannah, reached over and landed a playful slap on Alexis's ass. A short distance away, I could see Mikala and Patrick still going at it. They lay beneath a dark tree, their sweaty bodies shining in the moonlight as Patrick's ass rose and fell between Mikala's spread thighs.

FASTER AND FASTER I pumped into Alexis until at last I felt the cream rise within my balls. Her pussy was still clutching desperately at my cock as the first shot of semen blasted out. I pulled free and fired the rest of my prodigious load all over her back. Gordon came at nearly the same time, depositing his milky delivery in Savannah's open mouth. She made sure he was watching as she licked her messy lips clean.

Breathing hard, I sat back and watched Tony's ball sac flounce wildly against Savannah's slit while his dick plumbed her depths. "Fuck me, fuck me, fuck me!" Savannah was saying as she clawed at the dirt. Alexis reached under her friend and played with her clit until the combined sensations sent Savannah over the edge. She was still riding out the tremors of her climax when Tony came. Holding tightly to her hips, he slammed against her backside one last time and emptied his balls into her vagina.

Tony, Savannah, Alexis and Gordon sank back onto the ground, relaxing together. I got to my feet and walked toward the other side of the clearing, wondering where Chuck and Sara had wandered. According to the glowing face of my watch, it was a few minutes after midnight. The moon was high overhead, and my eyes had grown so accustomed to its light that I could move about almost as casually as if it were high noon.

Rounding a large boulder, I found the

TOPCO SALES®
PENTHOUSE
TOYS
VIDEO VIXEN
CYBERSKIN STROKERS
Molded from Penthouse® Performers!
Your favorite video stars in the flesh!
Layla Rose
Jules Ventura
Asa Akira
Click Me!
Available at PENTHOUSESTORE.com
UNLOCK THE LIFESTYLE
©2012 Topco Sales®, Chatsworth, California. Topco Sales® and Cyberskin® are registered trademarks of Vast Resources, Inc. dba Topco Sales®. PENTHOUSE and the One Key Logo are trademarks of General Media Communications, Inc. Used by permission.

missing pair. Chuck lay on his back with his hands behind his head while Sara sat atop him, her back slightly arched and her face tilted up to the sky as she rode his cock. They were about twenty feet away and hadn't heard me come up, so I just stood still, transfixed by the provocative sight as I felt my cock stir. The light of the moon suffused Sara's body with an otherworldly glow. I watched her breasts rise and fall while she flexed her supple hips, drawing her pleasure from Chuck's shaft. She had a hand in her hair and the other one on her tits, toying with her erect nipple. Chuck seemed as spellbound as I by her languid indulgence.

I guess Sara sensed my presence, because she looked over, met my gaze, and smiled like she'd been waiting for me. "There you are," she said, her voice low and seductive. "Join us." Before I could move, she added, "He's in my ass. Right now, I've got his cock in my ass. Come here, I want you in my pussy."

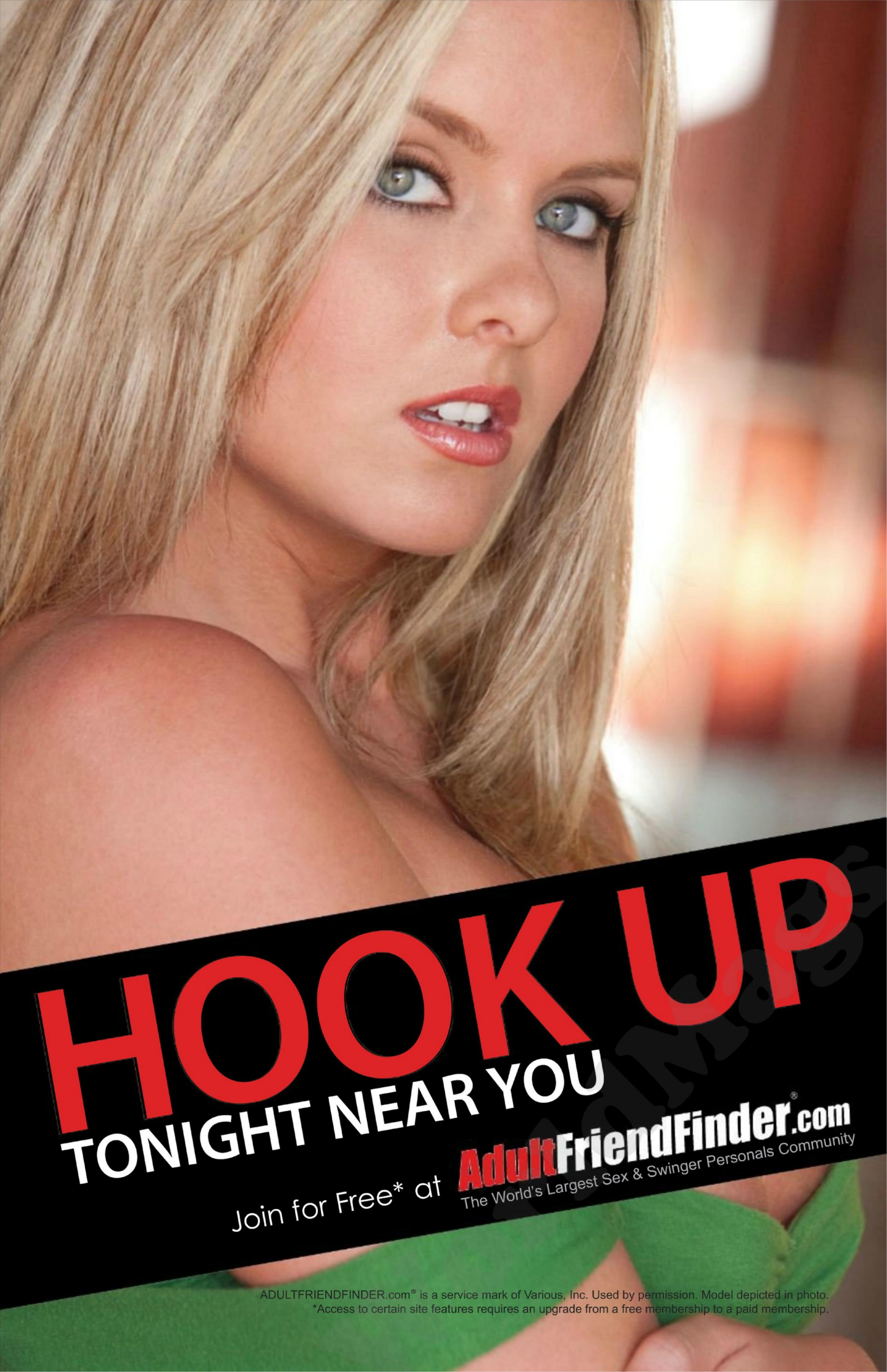
I was already sporting a monster erection, and now it ached to answer Sara's call. I crossed the distance to them with three quick strides. Sara was already dismounting Chuck, who stood up; I took his place on the ground. As Sarah quickly straddled me, I glimpsed her mound, which was smooth and bare. My mind flashed back to all those times we'd been out hiking together in the past—all the times that Sara in her shorts and crop tops had driven me mad with desire. Now she was squatting over me, her hands on my bare chest, as she took my crown, and then the rest of my cock, into her juicy cunt. She sat down all the way, completely impaling herself, while her hair scattered about her face. She bent forward, her breasts pressing into my chest, until she was practically horizontal atop me—a position that exposed her anus to Chuck. He knelt behind her, between my legs, and aimed his rod at her tiny hole. Just by watching Sara's face, I was able to follow what happened next: his crown entered her, stretching her sphincter; then the rest of his lengthy pole slid in, advancing up her channel until she was fully stuffed.

She started rocking back and forth—gently at first, and then with more energy—forcing our cocks in and out.

"Ahh . . . " Sara's moan of pleasure was long and heartfelt. "Oh, that's intense." She started rocking back and forth—gently at first, and then with more energy, forcing our cocks in and out. I rested my hands on her hips and thrust up into her molten pussy. I could feel Chuck inside her, too; his prick was less than an inch from mine as it sawed back and forth within her rear channel. Each time he hit bottom, his balls slapped against her puffy labia, right on top of my dick.

Just then, Mikala and Patrick showed up. "Wow, look at this," Patrick said.

I'd never been watched while fucking someone before, and the presence of



ADULTFRIENDFINDER.com® is a service mark of Various, Inc. Used by permission. Model depicted in photo.
*Access to certain site features requires an upgrade from a free membership to a paid membership.

observers added even more excitement to the proceedings. Mikala wasn't content to merely watch, however. The petite woman sat back on her heels right next to my shoulder and offered her cunt to Sara. Now, I might have thought Sara had her hands full—or holes, as it were—but she promptly twisted to the side and lowered her head to the other woman's sex. Patrick sat beside his wife and played with her tits with one hand while stroking his dick with the other.

"That's nice, darling," Mikala said, her voice becoming strained with passion. "Oh, that's nice! I love your tongue." She used her fingers to spread open her pussy for Sara, who made cooing sounds of pleasure as she lapped at Mikala's clit. After a few minutes, the fickle woman transferred her treasure to me, kneeling over my face so I could take a turn delving my tongue into her eager sex. Meanwhile, Sara kept grinding her cunt relentlessly against my groin, while Chuck continued to ram his shaft deep into her ass from behind. Judging by the ferocity of her cries, Sara was finding the experience more thrilling than she'd expected. She undulated wildly between Chuck and me, her bodacious body wracked by a sudden, monumental climax. She cried out and held tightly to my shoulders as the tremors swept through her.

I was still twirling my tongue in Mikala's sweet sex while she knelt over me, and seconds later she came on my face with a shriek that rent the night. At last, she sat back on the ground, panting. Patrick, who'd been vigorously pumping his dick, turned to his wife and promptly shot his load all over her pretty boobs.

I guess the moment of truth had come for all of us, because right about then, Chuck shouted, "Fuck, I'm coming!" His groin smacked once more against Sara's ass. This time he stayed put while his balls emptied into her rear end. I could feel the spasms of his cock with my own as I continued thrusting upward, gliding my shaft in and out of Sara's pussy.

"Oh, yeah, baby," she breathed, reaching back one hand to stroke Chuck. Next she grabbed me, too, her fingers sliding all over my rod as it jacked between her cunt lips. That made me lose all control. My body stiffened beneath Sara and my cock erupted, spurting semen inside her.

She undulated wildly between Chuck and me, her bodacious body wracked by a sudden, monumental climax.

"That's it," she whispered in my ear. "Give me everything you've got!"

I did, and then some. It was quite a while before I felt my orgasm ebb. When Sara finally climbed off me, she and Mikala licked the last dribbles of come off my dick.

Some time later, we got the whole group together and headed back down the trail to the parking lot. The next time the club met for a hike, those who hadn't attended the full-moon event could only wonder about the grins on our faces.

CALL MISTRESS MONA NOW!
1-800-868-MONA
6662
ONLY $1.99 - $4.99/MIN, 18+
1-800-732-4HER
437

1-800-470-4550
ONLY $1.99 - $4.99/MIN, 18+

ONLY $1.99 - $4.99/MIN, 18+
1-800-444-LACE
5223

1-800-444-LICK
5425
STARTS AT ONLY $1.99/MIN, 18+

Karlo is trying to study in the library, but Yuki and Adrianna are making a racket. He has no idea what they're fighting over when he comes by to break them up, but their guilty faces tell him it's something good! Karlo discovers the glass dildo they've been tussling over, but the girls soon decide they'd rather have the real thing. Karlo is ready and willing, giving them an x-rated anatomy lesson in this three-way scene from the Penthouse Variations movie *Asian Invasion*.

PREVIEW

Yuki and Adrianna finally learn how to share, each of them lavishing Karlo's cock with sloppy kisses. When they can wait no longer, Yuki helps Adrianna climb aboard for a sexy ride, until she makes way for Yuki to take her turn on Karlo's stiff dick.

Asian Invasion also features Mia Lelani, Asia Zo, London Keyes, and Arial Rose. Look for this movie, and many more, on PenthouseTV—or subscribe to Penthouse.com to view their sexy scenes right now!

MARRIED COUPLE GETS AN EYEFUL DURING A NUDE BEACH ROMP

My wife and I have enjoyed your magazine for many years, but we never thought we would have anything exciting to write about. However, two weeks ago we got a chance to watch and then participate in our own little erotic adventure.

Sandra and I were vacationing at a well-known adults-only nude beach in the Caribbean. This beach is nearly perfect, with dazzling white sand, clear water, and a variety of American and European vacationers. My wife and I were relaxing and reading after a refreshing swim.

Both of us love to swim nude, and we were starting to feel a little frisky. The unwritten protocol at this beach is no overt sexuality. To our delight, that rule didn't seem to bother a young French couple cavorting and kissing in the gentle waves. She would jump up, wrap her legs around him, and then they would both tumble under the surface before coming back up laughing. When he held her, both his hands were firmly around her curvy asscheeks.

When I first saw them, I immediately assumed they were on their honeymoon. In her early twenties, she was tall, a little thin, but with full breasts. Her face was beautiful and framed with long black hair. Her sole adornments were a huge diamond ring and a gold belly chain. Her man was slightly older and good-looking, with a husky, muscular build. I looked over at my wife, and saw she was intently watching both of them.

The couple began playing a game where

the gal was standing in neck-deep water and the guy would move behind her. He would dive down and swim between her legs. He must have twisted around in the water, because he would surface facing her, and then they would kiss. This happened three or four times. I noticed he was staying underwater longer and longer with each plunge.

I leaned over and said to my wife, "I think he's eating her out underwater." We couldn't be certain because we were lying down almost at the same level as the water, and the waves made it difficult to see him clearly. One time he dove down and the woman immediately plunged her arms and hands down as if holding on to his head. She stopped smiling and faced the sky with her eyes closed. "He's tonguing her, for sure," my wife said to me. Several seconds passed, and the woman suddenly squatted down and sank beneath the surface. It was pretty obvious that she was sitting on his face. They were both underwater for so long that I began to wonder if something was wrong. Then they both shot out of the water, giggling and kissing some more.

Before long, the woman started doing the same thing, diving down and swimming between his legs and surfacing right next to him face-to-face. She had marvelous breath control because each time she would stay under for almost a minute.

Sandra and I were getting really horny watching this carefree, exhibitionistic couple. When we looked around, we saw several other people also watching the lovers. I tried to hide my erection but realized I was seeping pre-come onto my magazine. My wife laughed and told me to be careful because she didn't want the pages sticking together.

The French woman surfaced and said something to her lover, and he loudly replied, "*Oui, oui.*" She looked like a smiling sea nymph as she moved behind him, took a huge breath and dove down again. Each time she went under, her fantastic ass was momentarily above the waves, followed by her long legs that were wide open.

Watching my wife climax underwater while she was blowing me is a sight I'll never forget.

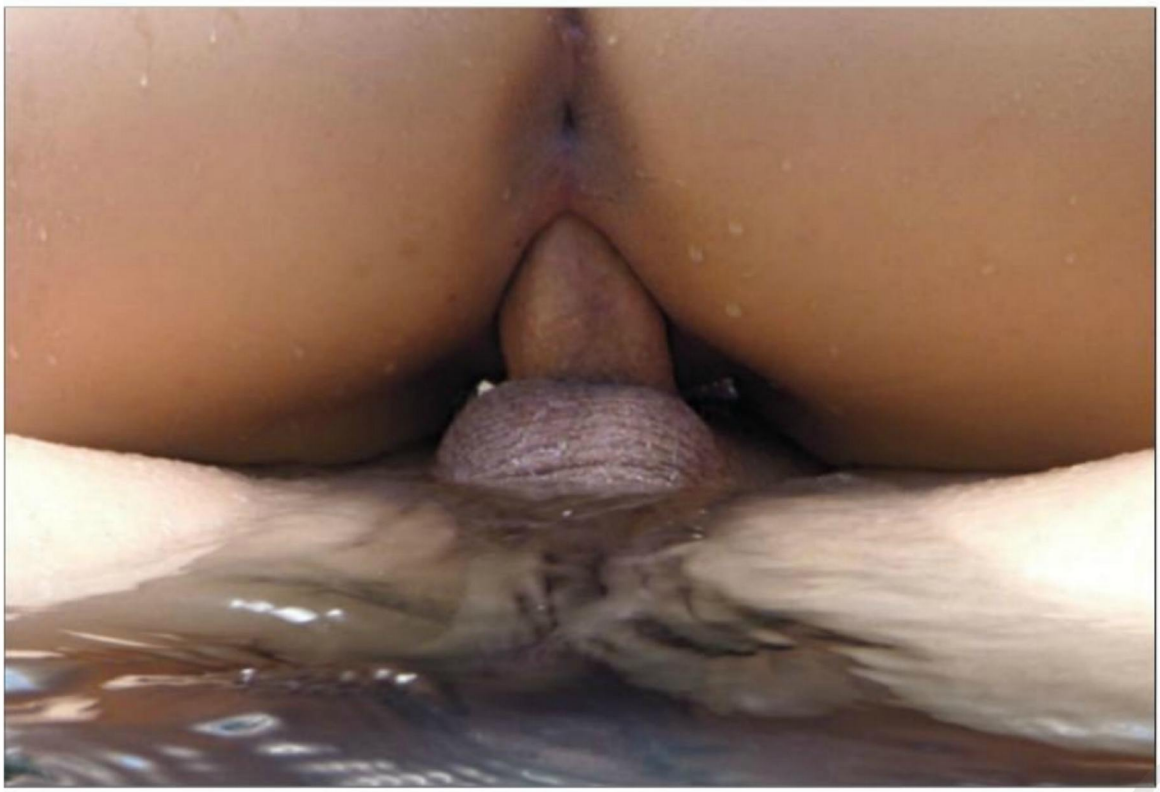
My eyes were hurting from straining to see what she was doing to him. I could see her body stretched out underwater behind her lover. She was on her back with her head between his legs. Long moments went by, and still she didn't surface. Then

Editor's Note: Letters to Penthouse Variations or its editors are assumed intended for publication and republication in all media, in whole or in part, edited or unedited, in the U.S. and elsewhere, and may therefore be used for such purposes without remuneration. Letters for publication should carry name and address, which will be withheld by the editor. Submissions to Variations may only be made by adults who are eighteen years of age and older. By submitting material to Variations, you confirm that you are eighteen years of age or older. All correspondence should be sent to Penthouse Variations, 20 Broad Street, 14th Floor, New York, NY 10005. Attn. Letters. Letters may also be e-mailed to variations@ffn.com. Views published are not necessarily endorsed editorially. Letters become the property of Variations.

I heard him yell—more of a loud groan, really. The woman emerged with water pouring off her face.

This time, instead of kissing him, she looked right at him and smiled. White fluid poured from her mouth that clearly wasn't seawater. There was no doubt in my mind that he'd come in her mouth while she was underwater, at a beach filled with at least a hundred people.

Thanks to my wife, I know what an underwater blowjob feels like. It's like heaven. And after watching that couple having so much fun, I needed to



experience that feeling again. Like so many horny husbands, I pleaded for relief. "Not right here in front of everyone," Sandra replied. "Let's swim out to the raft."

My eight-incher was at full mast, but I didn't care if anyone saw. We waded out and hurriedly swam to a raft that was perhaps fifty yards off the beach. We both only had on swim goggles. I held on to the raft's anchor chain, which was located in the back, away from the beach. Sandra dove down and began sucking me off. I knew I would not last long.

"Did that little French bitch get you all hot and bothered?" my wife asked after she'd surfaced.

"Damn right, but I'm sure she can't give a blowjob as good as you can," I replied, watching her dive beneath the water once again.

I pulled myself down the chain about three feet under the surface, so I could watch my wife. She had one hand on my cock as she deep-throated me and another hand was furiously rubbing her clit. I discovered that Sandra could hold her breath for a long, long time. I managed to stave off my orgasm until I could swear I'd heard her groan.

Sandra started coming and simultaneously releasing air from her lungs. Watching my wife climax underwater while she was blowing me is a sight I'll never forget.

I started shooting as hard as I ever have in my life. Sandra continued holding her breath as I thrust and pumped my seed into her mouth. We both surfaced. Sandra needed air so badly that my come shot out of her mouth as she gasped and laughed.

"I tried to swallow it, but I couldn't,"

she explained, giggling crazily. "Besides, I thought you'd like to see your load spilling out of my mouth like that French girl did. Am I right?"

I nodded and kissed her.

It was such a hot and wet experience. We can't wait to get back to that beach again.

Mr. Wallace L.,
San Francisco, California

MAN REKINDLES HIS AFFAIR WITH AN OLD FLAME

Jessie and I dated many years ago, but the relationship didn't work out. Although we loved each other, we were simply too young to commit to a lifetime together. She went her way; I went mine. But I often thought about our sweet, sultry nights together. Sex with Jessie had always been mind-blowing. Whenever I jacked off, no matter whom I was dating at the time, images of Jessie would invariably flicker through my head.

To my delight, we recently met up again. Although we didn't have sex right away, we got reacquainted and became close friends and confidantes—just like old times. That doesn't mean I didn't think about fucking her. Every time she called, I hoped she'd say she wanted to take our friendship to the next level, but I didn't push. This time, I wanted our relationship to last, and I knew that we both had to be ready for it to work. Still, our get-togethers seemed laced with sexual tension that was impossible to ignore.

One night, after weeks of heavy flirtation, Jessie and I returned to my apartment after dinner, and then we locked the door and turned to each other. Our arousal was tangible; both of us were burning up in anticipation of satisfying the desires that had been accumulating for so long.

"Come here, Jess," I said, looking into her beautiful eyes.

She took a step forward, and I wrapped my arms around her and drew her body close to mine. I hastily brought my lips to hers and relished their softness. Her mouth opened and allowed my tongue to slide inside. Our tongues tangoed as I cupped her large breasts in my hands. I squeezed her tits softly while continuing to kiss her, and I used my thumbs to trace circles over her hardening nipples. "Oh, Rich, she moaned loudly, and I knew I had her right where I wanted her. "Let's go to the bedroom," she murmured. She didn't have to ask me twice.

Once in my room, Jessie helped me remove her shirt and bra. Her breasts were as stunning as I remembered, her nipples erect and swollen with lust. I cupped her alluring tits in my hands and began to bite, tease and suck on her sensitive nipples. Her head rolled back and forth in ecstasy, and I could tell she loved it. I kept this up for several minutes before moving on to the next part of my plan.

"Take off your shoes," I told her, then watched as she kicked off her red high heels.

I kissed my way down her body to the waistband of her blue jeans. I unbuttoned her pants and then removed her jeans in one slow motion. Not only was she pantyless, but she was also sporting a completely bald pussy! The sight sent a jolt of arousal to my rapidly hardening cock.

I admired the smooth expanse of her skin, delighted that I could see every bit of her. She was clearly aroused, too. Her pussy lips were swollen and glistening with her copious juices. Gently, I traced my tongue from the bottom of her slit to the top and sucked her engorged clit into my mouth. Then I moved my tongue in a circular motion around her nub, while pumping two fingers in and out of Jessie's snug pussy. I

remembered from so many pleasurable experiences how good her pussy would feel once it was stretched around my dick. I kept up this stimulation until her whole body shuddered, and I could tell she was experiencing an intense climax. I kept teasing her clit as she moaned loudly, bucking and writhing as she came on my fingers.

Once her cries ceased and she'd caught her breath, I decided it was time for the main event. I kissed my way up her body from her toned stomach to her beautiful face. I

licked her lips and lined my cock up with her dripping entrance. I pushed forward, unable to keep myself from groaning. She was so soft and wet; it was like sinking into hot butter. I advanced slowly because she was wonderfully tight. Her pussy grasped my thick shaft like a velvet vise. Jessie sighed and clawed at my back as I gradually filled her with my dick.

I continued to push forward, until finally my balls were flush with her ass. I had impaled myself inside her to the hilt. Slowly, I pulled out until only the head of my penis remained inside her and then sank back in once again. She sighed and moaned each time I moved in and out of her. Soon I built up a steady rhythm, all the while gazing into her beautiful brown eyes.

Suddenly, her pussy contracted strongly around my cock, making me gasp with pleasure. "I have a surprise for you!" Jessie told me with a huge grin. "I've been practicing Kegel exercises for months, hoping I'd get another chance to rock your world!" I smiled and sped up my thrusts. We kept this up for several minutes before switching positions, me thrusting and her squeezing her pussy around my dick.

Jessie had always been a pro at riding cock, and she apparently wanted to prove that she still had her previous skills. She told me to lie on my back and quickly straddled my hips. She grasped my rock-hard cock with her right hand and held her pussy lips open with her left before expertly descending on my shaft. Firmly planted on my cock, Jessie wasted no time. She began riding me hard, showing me that her thigh

and lower back muscles were still in excellent shape. Her impressive staying power made it clear that she was very fit. She rode me like a crazy woman, and soon she was screaming and coming hard around my shaft. Her pussy squeezed my cock like a fist, and her whole body shuddered with her orgasm. Feeling her cunt contract around me set off my own climax, and I released countless jets of my thick load deep inside her. Her body collapsed upon mine, and we embraced, happy to be in each other's arms again.

Sex with Jessie was even better than it had been before. I can't wait until the next time! And the next time. And the next . . .

Mr. Rich M.,
Portland, Maine

A COUPLE OF AMERICAN TOURISTS DISCOVER CANADA'S SEXIER SIDE

My husband, Jason, and I both love to travel, and since we got married five years ago, we've had some terrific vacations together. Our most recent trip was to Montreal, Canada, where we ate lots of wonderful, rich French food and stayed in an exclusive luxury hotel. When Jason travels, no expense is spared. We also did a lot of shopping while we were there, and took in the sexy atmosphere on St. Catherine Street. Of course, we also had terrific, mind-blowing sex.

On the afternoon of our last day in Montreal, after Jason had bought me a stunning string bikini, some stylish jeans and a pretty tank top, we decided to head to a local pub for some beer and munchies, and to soak up some of the area's local color. The place was packed with students from the university, but we managed to find a spot at the bar where we chatted with some of the other patrons while we had a few draughts. We were having a really good time, but something seemed to be missing, and I think it was because deep down we were both in a naughty mood!

On a whim, I asked Jason if he felt like going a strip club that was located just a few blocks away. I'd read about it in one of our guidebooks. It's one of the classier strip joints in Montreal, a city known for its adult entertainment. We go to places just like it at home all the time, so I knew he wouldn't be too surprised by my suggestion. "Sure, let's go," he said with a gleam his eye that I knew all too well.

We arrived at the club a little while later. As we were led to our table, I couldn't help but notice that there were only a few other female customers in the entire place. Lots of testosterone was flowing, however, and a number of the male patrons checked me out as we walked past. Jason said that I shouldn't be surprised, since I was as sexy as any of the girls who worked there, especially the way I was dressed.

Since it was a warm summer day in Montreal, I was wearing a tight spandex miniskirt that hugged my ass and accentuated my shapely legs. My halter top showed off a decent amount of cleavage, and the cool breeze from the club's air conditioner had caused my nipples to harden noticeably. My long, blonde hair was pulled up in a scrunchie, so there was nothing covering my bare, tanned shoulders. I guess he was right—I did look like I could have worked there. And I have to admit that it gave me a thrill to think that I was as sexy as a stripper.

Jason and I sat down, and soon after, he pointed out a nice-looking dancer who was talking to a man who was sitting very close to our table. She seemed to be very friendly with him, and he was obviously taken with her. It wasn't hard to figure out why;

FOR ONE NIGHT ONLY

Have you had a chance encounter with a sexy stranger that was so thrilling that you replay that night in your head over and over again? Share the experience of your hottest one-night affair with your fellow readers. E-mail your erotic letter to: *variations@ffn.com* or mail it to: *Penthouse Variations*, 20 Broad Street, 14th Floor, New York, NY 10005.

she had an extremely appealing girl-next-door look and a killer body. Her hair was brown and cut in a bob, and she had nice, firm breasts that were a little large for her frame, though they definitely looked real. She also had a warm smile that made her look as friendly as she was sexy, which I knew was something Jason likes in a woman. In fact, he kept looking at her, and he mentioned that her body was similar to mine. I felt flattered, and I must say that I was also very attracted to her.

In fact, all the strippers in the club had very nice bodies, and as I checked them out, I couldn't help picturing myself up there on stage with them, gyrating and sliding on those shiny metal poles. My mind continued to wander until my fantasies had gotten me extremely horny, which led me to do what I did next.

Taking Jason's hand in mine, I told him that I was in the mood to discuss one of our favorite fantasies, which was to get a private dance from a stripper.

"Really?" he asked, his eyes lighting up. "Are you serious?"

"Yes, I am," I replied, smiling with a devilish grin. As a result, the next time that sexy stripper walked by, Jason motioned for her to join us. My heart raced as I wondered what he was going to say to her. He started by asking her name, which was Marie, and how long she had been working there. In her sexy Quebecois-accented voice, she said that she'd been there a few months. Then, after a bit more small talk, Jason told her about our fantasy and asked if she would give us a table dance. She agreed and suggested that we move to the VIP section of the bar for more privacy.

My heart—and cunt—were pounding as we walked across the club. I was getting wet just thinking about being so close to this really hot woman. Once again, numerous pairs of eyes followed us as we made our way to the VIP lounge. The other patrons were probably jealous of Jason because their wives wouldn't accompany them to strip clubs, and because he was also with one of the most beautiful girls that worked there. I'm sure their cocks were getting hard just imagining what Marie and I were going to do in the private room. It was certainly making my pussy wet!

Whispering in his ear, I told him how badly I needed to feel his big cock in my hot, wet cunt.

When we got to the VIP area, there was already some action going on. A businessman was getting a table dance from a busty redhead. He sat on the velvet banquette as she writhed in front of him, and we took seats across from them so Marie could do the same for us. She began with a slow, sexy dance as she removed her tiny pink dress to reveal her lovely natural breasts with hard pink nipples and a shaved cunt. The tall, brown-eyed stripper swayed to the music, flashing her pussy for us

Let's explore our
Kinky Fantasies!
CALL ME!
1 800 254-KINK
5465
1 800 285-ORGY
6749
1 800 700-LEGS
5347
1 800 570-2BEG
2234
1 800 573-TSTV
8788
1 800 447-5GUY
5489
1800 374-2625
1 800 200-7883
$4.95 per min 18+
VISA•MC•AMEX
24 HOURS, 7 DAYS A WEEK

to see, and soon Jason and I were both very turned on. I knew he was enjoying himself because his fingers traveled up my thigh as we watched and soon inched under my skirt. As he stroked me through my panties, he told Marie that she was a very beautiful woman with a great ass, "just like my wife!"

Marie performed two dances for us, giving us a close-up view of her incredible body. We talked a bit more after she was done but unfortunately, her shift was over and it was time for her to leave. However, as we said good-bye, we exchanged phone numbers and she told us to call her the next time we were in town. Well, after that, I was really horny.

like that, and I could feel my pussy juices flowing. Jason applauded as I reached down between my legs to play with my cunt. I rubbed my hard, slippery clit until I was moaning in ecstasy, my juices dripping like a waterfall. With my other hand, I tweaked my sensitive nipples, shimmying my hips just like an erotic dancer the entire time.

Jason got undressed as he watched me masturbate up there on the bed. I came the instant he pulled out his big, hard dick, the tip shiny with pre-come, because the sight of it always makes me so hot. I started to shiver as the small electric shocks caused by my orgasm raced through my body, but still, I wanted more. I

Jason came over and began licking my cunt. In no time, he brought me to another mind-blowing orgasm.

There were several other strippers in the VIP lounge performing private dances for other customers, so there wasn't enough privacy for me to fuck my husband there, which is what I was dying to do. Whispering in his ear, I told him how badly I needed to feel his big cock in my hot, wet cunt, and a huge grin spread across his face. He grabbed my hand and pulled me out onto the busy street, and we hurried to the nearest Metro stop to take a train back to our hotel.

As soon as were in our suite, I began doing a slow dance for Jason. I couldn't resist peeling my clothing off, layer after layer, like the strippers at the club had done it. I even jumped up on the big bed and strutted my stuff. I loved showing off

wanted to feel him inside me.

I lay down on the bed and spread my legs wide. Jason came over and began licking my cunt, giving me some more much needed relief. He lapped at my slippery lips and sucked my clit like the expert pussy-eater he is, and in no time, he brought me to another mind-blowing orgasm. It felt wonderful, and now it was his turn to come. I pulled him up on top of me and urged him to fuck me as hard as he could.

Jason thrust his erection deep into my cunt and began pounding in and out. His balls slapped against my asscheeks as he jackhammered into me, and he peppered my breasts with kisses. With all the strength that I could muster, I squeezed my

HOT SMOKIN' SEX!
BAD BOYS CALL NOW!
1-800-570-BAD4U
2 2 3
ONLY
$1.99 - $4.99/MIN
18+
GET WHAT YOU WANT NOW!
ONLY
$1.99 - $4.99/MIN
18+
1-800-284-DEMEAN
3 3 6 3

TAKE A LONG HARD RIDE
CALL US 1-800-695-BAMM
2 2 6 6
$1.99 - $4.99, 18+
XXX ACTION!
1-800-876-6116

pussy muscles around his shaft as tightly as I could to increase the intensity for him. Feeling his rock-hard dick plunging into my cunt and rubbing against my clit soon had me coming again, and I no longer had to squeeze—the force of my climax took care of it for me.

I grasped my husband's asscheeks as I was overwhelmed by the powerful orgasm. He'd been close to the edge at that point, and that action sent him right over. He grunted loudly and then I felt the warmth of his load as it washed over my insides. His movements got slower and slower until he eventually just held still as his balls emptied themselves of the remainder of his come. Then he pulled out his softening cock and slumped over onto the bed beside me, pulling me close.

I have many wonderful memories of Montreal, but I have to say, that one is my favorite. I don't know where we're going next. Jason says that it's a surprise. But I'm sure that whatever we do, we're going to have lots of sexy fun. Maybe I'll even write you another letter about it!

Ms. Clarissa E.,
Rochester, New York

WITH AN EAR TO THE WALL AND A HAND ON HIS COCK, HE LISTENS TO HIS WIFE FUCKING ANOTHER MAN

My wife and I have a secret: She fucks other guys, and I let her. Not only do I allow her to step out on me, I really enjoy it—because she always tells me all the dirty details as soon as she gets home. The sound of her sultry voice, still a little thick from her recent orgasm, gets me so hard that I fuck her until we both see stars, though all the while I'm thinking about how another man's cock had just been in her slippery pussy. The whole experience is an incredible turn-on for me—and for her, too.

Usually, her dalliances are prearranged; she makes the dates and then tells me to be out of the house if they can't go to his place. But one Sunday, things happened a little differently. I was home working to meet a tight deadline when she called me from a bar where she'd met a friend for a drink. I could tell from her voice that she was aroused as she explained that she'd met a guy. Thing was, they had nowhere to go but our house, and I was too busy to leave. I told her to come anyway, and I'd work quietly in my office until they were done, and he'd never know I was there. To be honest, I was excited to be that close to Megan while she fucked someone else.

I closed my office door and waited. Before long, I heard them come through the front door, probably so her suitor wouldn't see my car in the garage. Then they entered the bedroom, which—as luck would have it—is adjacent to my office. Setting aside my work, I moved closer to the wall separating us so I could hear their whispers, sighs and the rustling of clothes being shed. There was a "clunk" when either a shoe or a belt buckle dropped, and I got so excited that the book on my lap fell to the carpet with a thud.

"What was that?" a man's voice asked, and my devious wife responded that it must have been the cat (which we don't have). She addressed him by name, which was Eli, and now that she knew my proximity, she made sure I could hear everything they said and did.

"Mmm, it's so big and hard," she murmured, so I knew Eli was naked and Megan's fingers were roaming over his dick. "Do you want me to suck it?" I couldn't hear his reply to her query, but what red-blooded guy would turn down a blowjob? Loudly, my wife proclaimed her admiration

REAL
LIVE
SEX!
Watch and Chat
with sexy cam girls
Cams.com SM
The Wildest Live Webcams
Cams.com is a service mark of StreamRay Inc.
Used by permission. Model depicted in photo.
*Access to certain site features requires an upgrade
from a free membership to a paid membership.

for his member, and I knew she had to be nude when she said, "Oh, yeah baby, pinch my nipples. Go ahead, pinch them harder. That's how I like it."

She wasn't lying—I'd directed my attentions to the tips of her breasts many times, making her writhe in ecstasy. I guessed she was writhing now, even while sucking Eli's cock. She started moaning, probably triggered by his nipple play, and I knew how good that must have felt on his shaft because I'd felt the vibration of her cries on my own dick too many times to count. In fact, my cock twitched in recognition, demanding that I pull it out.

Reaching into my sweatpants, I withdrew my throbbing member to stroke myself from crown to root. My prick thickened and lengthened in my fist as my breathing grew heavy, and from beside me, I heard gasping, moaning and the smacking of Megan's lips as she moved them over Eli's dick. Though it was also possible that she'd been sucking on one of his balls. I could almost feel her tongue on my pulsing shaft, and my own sac tingled with envy.

Quickly, I moved my hand to the base of my shaft and squeezed it tightly to staunch the impending eruption. I'd been paying too much attention to my own cock, so now I concentrated on the couple in the adjoining room. I figured that it wouldn't be long before Eli reached orgasm because I can never withstand Megan's oral maneuverings for very long, but instead of shouting in ecstasy, I heard him state, "Stand up so I can fuck you."

My shaft swelled at his words. Then I heard a loud slurp as Megan released his cock, or maybe his balls—I wouldn't find out until later, when she shared the details—from the confines of her mouth. I gripped myself a little tighter and readied myself. They started kissing again, which my wife eventually interrupted to murmur, "Feel how wet you've made me." She groaned, so I knew he must've slid his fingers between her cunt lips and pressed down on her clit. Next, he started panting loudly, so I guessed she was now stroking his spit-stained shaft.

Cougar Calls!
•Mature Women
•Older Sluts
•Desperate MILFS
•No Taboos
SATISFACTION GUARANTEED!
LIVE Calls!
Just $2.00/min.
1-888
5-XX-LADY
18+
Checks

XXX LIVE PHONE SEX
Cum – play with my Tits!
1-888-278-TITS
1-888-278-8487
All Live, 1-on-1, $2.98/min. 18+

Kinky Cunts
Cougar Pussy Bitches
Sissy Boy Training
1(866)862-0288
$10.00 & up
18+ 24/7 v/mc/amex/ds
Nympho Bitch XXX Fantasy/Photo $10.00 (US)
Hot Creamy Panties! $20.00 (US)
Sherry, 3124 S Parker Rd #299, Aurora, CO 80014

REALLY
Horny Girls
1-888-278-GIRL
XXX Live, 1-on-1, $2.98/min. 18+

MISTRESS SAMANTHA
Well Known Columnist
Voted #1 For The Past 18 Years!!!
Our Lifestyle Mistresses Specialize in:
Crossdressing, Female Domination
Foot & Leg Worship, Hot Erotic
Fantasies & so much more!
ALL NEW!
$12 PER CALL
We Are Waiting For Your Call!
18+
954-435-1219
Visa, MC, AMEX, Disc, Check Debit, Prepaid Gift Cards, Money Orders.

Let's Fantasize Together
Your call is answered by a live operator– not a machine– so you get exactly what you want.
I have masturbation techniques to teach you...
Live, 1-on-1
1-877-969-GIRL
$2.98/min. 18+
877-969-4475

Subconsciously, my hand had resumed moving on my prick, but I stilled it again, too afraid that I'd come and cry out, alerting Eli to my presence. It also allowed me to concentrate better because the couple had grown almost too quiet to hear. I just barely made out the sounds of French-kissing, which was punctuated by moans and sighs as they pleasured each other.

Then I heard the mattress creaking as they climbed onto the bed. Although I couldn't see what they were doing, I pictured my wife with

her legs high in the air, spread so wide that the dew-dropped petals of her pussy peeled back invitingly. My mouth watered as I pictured myself burying my face between her thighs to lap up her juices, and I hoped that Eli would take a moment to enjoy her salty-sweet flavor. Though that wish was as much for her sake, because she loves feeling a tongue in her pussy.

The couple was quiet for a while, so I guessed I was right that they were doing something with their mouths. However, I couldn't tell if they were just kissing or using their tongues, lips and teeth to please one another orally, and not knowing was more exciting than I could have guessed. For all I knew, they were engaged in a sixty-nine so he could dine on her cunt while she resumed slurping his erection. My shaft throbbed and my balls contracted as wished I could be in there with them, watching her cheeks hollow as she sucked off the stranger in my bed. However, at that point I had to be satisfied with merely listening as I pieced together what they were doing from the noises they made.

As things got more intense, Megan neglected her narration. Luckily, she remembered after a while, and I guessed that I'd been right about the sixty-nine when it sounded like she pulled her lips from Eli's prick with a smacking sound and moaned, "Your mouth feels so good on my pussy. Please don't stop eating me."

It appeared that Eli didn't want to listen, though he decided to join in the dirty talk. "How about I fuck you instead?" he suggested, and Megan agreed wholeheartedly. The

HOT & HORNY LOCAL GIRLS

WOMEN GET HORNY TOO!

Everyday thousands of horny local babes call looking for guys to get off with. Talk to all kinds of girls from hot wet babes to horny housewives who love to play with their wet pussy while they talk to you.

TRY IT FREE! 18+

IT'S SO WILD, YOU'VE GOT TO CHECK IT OUT!

1-800-877-4441

Call us...

$2.98/min. Live, 1-on-1

1-877-992-GIRL

18+ NO Connect Fee! 1-877-992-4475

MILF LOVERS

We Say YES!

- Older Sluts
- Mature Women
- Desperate MILFS
- No Taboos

We ❤ FLAT RATE! SATISFACTION GUARANTEED!

10 Mins. $34.95
30 Mins. $59.95

1-888 533-MILF (6453)

18+ Checks

2 Girl & 1 Hr. calls available

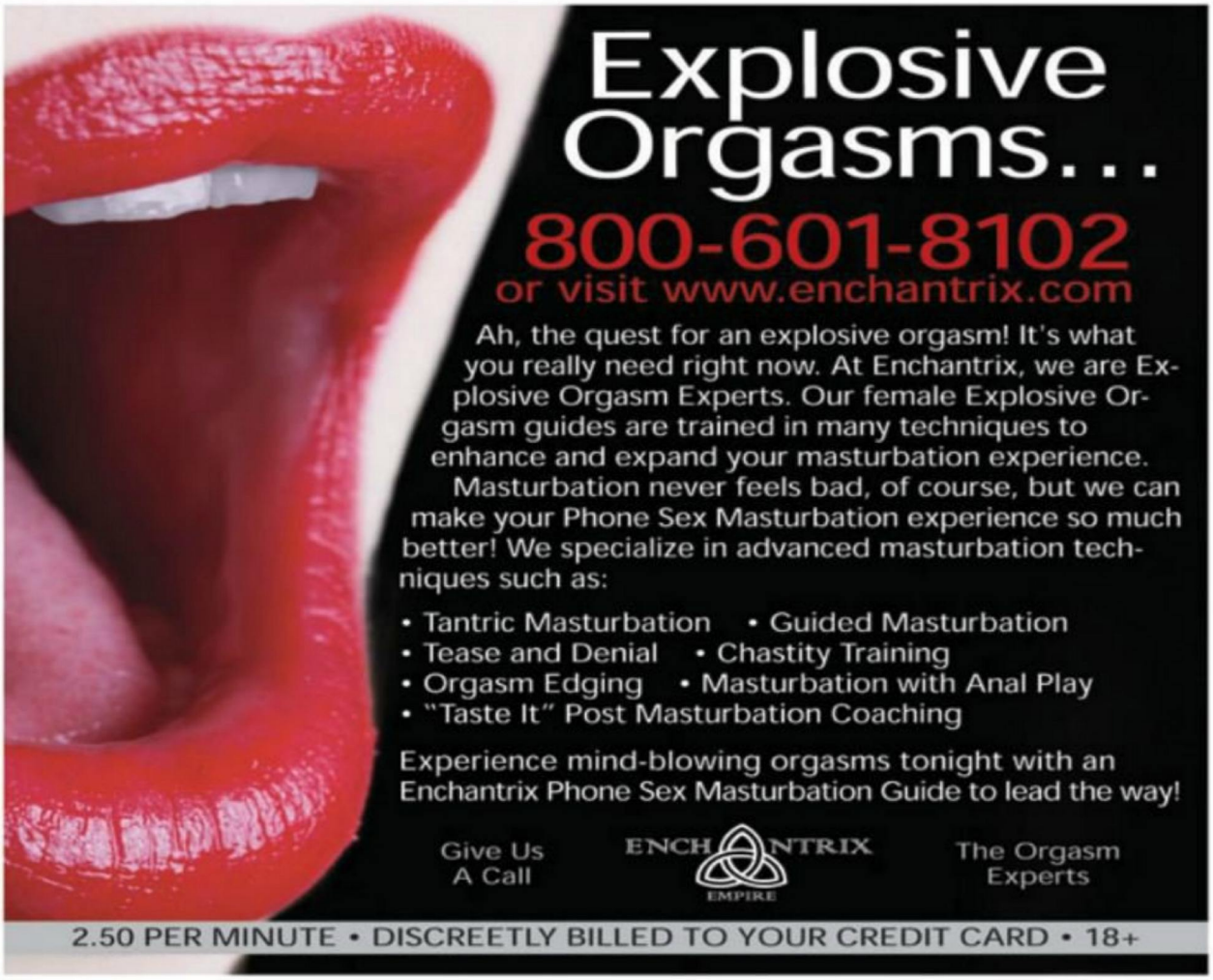
bedsprings squeaked again as they changed positions, and I wondered whether she was on all fours, waving her pretty ass in the air, or if they were side-by-side with Eli spooning her as she swung a leg over his so he could enter her from behind.

Since I could imagine anything I liked, I decided to go with that. I pictured my wife's beautiful body, one breast covered by her lover's hand as he stimulated the sensitive nipple, her head turned so that she could suck on his tongue. Meanwhile, his cock stroked in and out of her sopping cunt, the pink skin glistening with her juices each time he pulled back from between her thighs. It had gotten quiet again, although the silence was interrupted periodically by a whimper, a groan, or the creaking of the bed as they shifted position. I could just make out their heavy breathing, which was joined by my own as I resumed stroking my throbbing dick.

It was now a race to the finish line. The second I heard the couple next door start huffing and puffing, I grasped myself tighter and pumped harder. I could barely make out the sound of their bodies slapping together over Megan's chants of, "Oh, yes! Oh, yes! Oh, yes!" Shutting my eyes, I pictured Eli's cock plunging deep into her hole, and the way her pussy lips clung to it each time he pulled back out. Then I imagined the tip of her nipple between his fingertips as he gave it a good, hard pinch. When she cried out in a sexy way I recognized, I knew she'd reached a body-quaking climax.

My wife announced her climax loudly, partially for my benefit but mostly from feeling true, unadulterated pleasure. My own arousal soared as her partner followed suit, grunting loudly as he filled her with volleys of hot cream, or at least that's what I assumed. My own load was once again threatening to burst, and I let my fingers fly over my shaft as I reached to the desk for a tissue, preparing myself for the inevitable explosion. Then I heard Megan squeal, "Give it to me, baby!" and the contents of my balls blasted forth.

My asscheeks clenched as I caught my load in my fist. Meanwhile,


Explosive Orgasms...
800-601-8102
or visit www.enchantrix.com
Ah, the quest for an explosive orgasm! It's what you really need right now. At Enchantrix, we are Explosive Orgasm Experts. Our female Explosive Orgasm guides are trained in many techniques to enhance and expand your masturbation experience.
Masturbation never feels bad, of course, but we can make your Phone Sex Masturbation experience so much better! We specialize in advanced masturbation techniques such as:
• Tantric Masturbation • Guided Masturbation
• Tease and Denial • Chastity Training
• Orgasm Edging • Masturbation with Anal Play
• "Taste It" Post Masturbation Coaching
Experience mind-blowing orgasms tonight with an Enchantrix Phone Sex Masturbation Guide to lead the way!
Give Us A Call
ENCHANTRIX EMPIRE
The Orgasm Experts
2.50 PER MINUTE • DISCREETLY BILLED TO YOUR CREDIT CARD • 18+

I'm here to Pleasure YOU!
1-888-355-GIRL
4475
LIVE, 1-on-1 FUCK and SUCK $2.98/min. 18+

I've got 2 options for You
Live 1-on-1 $2.98/min.
1-877-966-GIRL
No connect fees. 18+

Seductive & Wild!
FLAT RATE $29
GET 15 Mins. FREE
GIRLS FROM HOME
LIVE 24 HRS!
Must Be 18+
"Unleash your lustful desires with beautiful girls!"
Buy my worn bra and panties
BLONDES•BRUNETTES•REDHEADS•ASIAN•EUROPEAN
BI-SEXUAL•TRANS-SEXUAL•TRANSVESTITES
1-800-256-1253

SUBSCRIBER INFORMATION

TO ORDER A SUBSCRIPTION: Send a check or money order for $29.95 to P.O. Box 420235, Palm Coast, Florida 32142-0235, or with your credit card in hand, call 1-800-333-3013 from the U.S. & Canada. Elsewhere in the world call (386) 447-6365 (ask for customer service) between 8am-midnight M-F or weekends from 9am-7pm EST. Closed holidays.

TO SOLVE A SUBSCRIPTION PROBLEM: Write to *Penthouse Variations,* P.O. Box 420235, Palm Coast, FL 32142-0235, e-mail customer service at variations@emailcustomerservice.com, or call 1-800-333-3013 from the U.S. or (386) 447-6365 (ask for customer service) from outside the U.S. Hours are 8am-midnight weekdays, 9am-7pm weekends EST. Closed major holidays. Editorial and advertising offices cannot resolve subscription problems.

CHANGE OF ADDRESS: We require eight weeks' advance notice of change of address (to *Penthouse Variations,* P.O. Box 420235, Palm Coast, FL 32142-0235) to ensure that delivery will not be interrupted. Be sure to include your old as well as your new address and zip code for accurate change.

RENEWAL PROCEDURE: It is necessary to receive renewal payment two months before the expiration of your subscription to be assured that you do not miss an issue. Renewal notices are first sent several months before subscriptions are due to expire. If you renew your subscription before it expires, the full duration of that renewal will be added to your current subscription.

BACK ISSUES: To inquire about specific back issues, write for availability and price to *Penthouse Variations,* Back Issues, FriendFinder Networks Inc., 20 Broad Street, 14th Floor, New York, New York 10005, or call 888-312-BACK. You must specify the issue precisely (e.g., July 2011). We cannot accurately locate back issues based only on such identification as a story title or picture on the cover or the story's subject matter. Only magazines from the previous twelve months are available for purchase.

I could hear the couple still going at it in the other room, riding the last waves of their shared orgasm. Finally, the bedsprings stopped squeaking, and my wife gave a long, satisfied sigh as her partner pulled his prick from her quivering labia (or at least that's what I imagined was going on).

Afterward, when Eli had headed home and I'd taken his place in our bed, Megan filled in the holes in my version of their narrative as I filled *her* holes with my dick. It was such a turn-on to think that someone else had been there so recently, and that I'd heard every second of their sexy fun. We're now planning for the next time I get to listen to her fuck another man, and she even hinted that maybe someday I could watch. I'm getting a hard-on just thinking about that—it would be like having live porn right in my very own bedroom!

Mr. Terrance K.,
Richmond, Virginia

SEXY FETISHIST ATTRACTS AN ADMIRER WHO LUSTS AFTER LATEX

I've always loved latex, so when I saw a flyer in my local sex shop advertising a class on how to make latex clothing, I knew I had to sign up. I couldn't wait to find out how my favorite pieces of fetish wear were made, and I was curious to see what we'd be able to make in a single evening.

There were only eight of us in the class, and after showing us some of the custom pieces she'd worked on recently, our instructor set us up with thin scraps of latex so we could practice our cutting and tracing before we made our garments. I have to admit that fondling latex in a roomful of people made my pussy drip, but I managed to keep my composure. After a few test cuts, we were given patterns for boxers, booty shorts and

tank tops. I chose the shorts, since I own several latex tops but not a single pair of pants.

As I traced the pattern on the sheet of latex, I couldn't help but get turned on. I'd never been surrounded by so much latex, and I wanted to wrap myself up in it or roll around in the scraps that were quickly piling up on the floor. But I tried to contain my excitement and focus on the process of making my garment. Getting to wear something I'd made from latex was an arousing prospect on its own, and I didn't want to make something that was less than perfect.

By the time class was over, I'd made a fantastic pair of black shorts. They looked like something I'd have bought in the store instead of something I'd made in a kinky crafting class. I wanted to try them on more than anything, but our instructor told us we had to wait forty-eight hours for the glue to dry or we'd risk pulling our garments apart at the seams. That meant I'd have to wait until Saturday night to finally squeeze myself into my shorts.

For two days I fought the urge to try on my booty shorts. Every time I glanced at the shiny black latex, I told myself to be patient and that I wouldn't have to wait much longer. When Saturday finally came, I was literally counting down the hours until latex time.

About an hour before I was allowed to put on my shorts, I called and ordered a pizza. I'd been so busy cleaning the house and organizing my closet—all distractions to keep me occupied while I waited for the glue to dry—that I hadn't eaten all day, and I was starving. I figured the delivery guy would be ringing my bell in half in hour, like usual, but I guess they were busy, because the pizza still hadn't arrived an hour later. I was looking out the window, wondering where my dinner was, when

DON'T MOVE WITHOUT US!

Moving? We need 6 to 8 weeks notice of a change of address. Please fill in the form below.

New Subscription/Renewal?
One year (12 issues) of VARIATIONS is just $29.95. Canadian and foreign orders send $45.00 (includes GST and payment must be in U.S. dollars drawn on a U.S. bank). For credit-card orders call 1-800-333-3013 or order online at PenthouseMagazine.com/Variations. Please enclose check or money order and allow 6 to 8 weeks for delivery. Payment must be enclosed.

Listing/Unlisting Service?
VARIATIONS makes names and addresses of its subscribers available to other publications and companies, which are screened for their acceptability. If you would like your name removed from the mailing list please use this form.

PENTHOUSE VARIATIONS
P.O. Box 420235
Palm Coast, FL 32142

o Subscription
o Please remove my name from your mailing list.
o This is a change of address, my new address is below.

Name_____

Address_____

City_____

State_____ Zip_____

Please include your current mailing label with coupon.

VAR 6207CH

the alarm on my phone went off, letting me know it was safe to try on my latex garment.

I squealed with delight when I heard the jingle on my phone, and raced to grab my shorts, which had been hanging on the back of a kitchen chair. I took off my jeans and underwear, then lightly powdered my thighs so the latex would slide easily up my legs. I held the shorts in front of me reverently for a moment, admiring the never-before-worn garment before finally stepping into it.

The latex brushed my skin as I pulled the shorts up slowly, and I shivered with delight. The legs of the shorts were wide enough that only the edges caressed me as I guided them up my calves and over my knees, but when I reached my thighs, the material began to cling. As I inched my shorts up to my waist, the shorts felt tighter, and I moaned quietly as I felt the smooth rubber against my bare skin. The snug-fitting latex forced my body to mold to it, rather than the other way around, and as I settled the waistband in place, I felt the shorts squeezing my ass tightly. It was an exquisite sensation.

I ran my hands and up and down my legs, loving the way my new shorts shaped my lower body and enjoying the contrast as my hands went from skin to rubber and back. I walked around the house a bit to get a feel for how the shorts moved, and I stopped to admire myself in the mirror more than few times. Each time I took a step, the rubber caressed me in the best possible way.

I was so distracted by my new garment, and the excitement of wearing it for the first time, that I almost didn't hear the doorbell ring a few minutes later. Without thinking, I grabbed my wallet off the counter and went to get my pizza. When I opened the front door, I saw my regular delivery guy, a dark-haired hunk in his mid-twenties, and said hello. Instead of returning my greeting, though, he just stared at me. I was still wearing my latex shorts! I couldn't believe I'd answered the door in them. The t-shirt I had on was short and tight, leaving a gap between the hem and the waistband of my shorts, and the shorts were so tiny that they left little to the imagination. I may as well have answered the door in the nude.

His fingers lightly caressed me through the latex, and each touch felt magnified by the rubber.

Pete barely blinked as he took my money and handed me the pizza box. I attempted to say something, but it seemed the cat had gotten my tongue, too. Instead, we just stood in the doorway, having made the necessary exchange but still not sure what to do next. Before I had a chance to regain my composure and close the door, Pete smiled and told me that he liked my shorts. "You should wear latex more often," he said.

His comment surprised me, but it turned me on, too. I'd always had

NAUGHTY LOCAL GIRLS!
TRY ME FREE!
1-800
680-8777
18+

LET'S GET
NAUGHTY!
All Girls Are Live From Home
Call Now We Have A
Kinky Girl For You!!
GET 15 Mins. FREE
BUY MY WORN BRA & PANTIES
1-800
599-5530
•Housewives •College Blondes •Brunettes
•Redheads •Asian •European
•Trans Sexual •Transvestites •Bi-Sexual
$27 Flat Rate Billed Discreetly - Open 24 Hrs. - 18+

REALLY
Horny Girls
1-888-278-GIRL
XXX Live, 1-on-1, $2.98/min. 18+

ALL LIVE!
1-on-1
XXX
$2.98/min
18+
Play With My TITS!
1-888-278-TITS

Bitches With Balls
Hot Nympho Cougars
Pretty Boys Wanted
1(866)862-0288
$10.00 & up
18+ 24/7 v/mc/amex/ds
Nympho Cougars XXX Fantasy/Photo $10.00 (US)
Creamy Cougar Panties! $20.00 (US)
Sherry, 3124 S Parker Rd #299, Aurora, CO 80014

a bit of a crush on my pizza delivery guy, but aside from the occasional chat about the weather or a major local news event, we'd only ever talked about pizza and how frequently I ordered it. Now, though, he was giving me an opening.

"Do you want to come inside and get a better look?" I asked coyly.

Pete hesitated, saying, "I really should get back. There are a lot of delivery orders tonight." But I could tell he didn't mean it. He accepted my invitation a second later.

He followed me into the house and waited for me to put the pizza down on the kitchen table before letting me lead him to my bedroom. I knew he was checking out my ass as he walked behind me, and I made sure to put an extra swing in my step to really give him something to admire.

When we reached the bedroom, Pete took control. He got on his knees immediately and practically worshiped me—and my rubber shorts. His fingers lightly caressed me through the latex, and each touch felt magnified by the rubber that separated his flesh from mine. His hands traced every inch of my latex garment, stroking the seams and gently running a finger along the edges, tickling me in the process.

He was careful with how he treated the latex, and his knowledge of how to handle the material made me wet. I felt my juices dripping against the rubber, and I wanted Pete to pull off my shorts and fuck me. I grabbed his shoulders and pulled him to his feet so I could kiss him. As soon as he was standing, I attacked his mouth, sealing my lips over his. When we ran out of breath, we separated, and I begged Pete to fuck me.

"Not yet," he said as he pulled my shirt over my head, freeing my bare breasts.

He went to work on my tits, squeezing one while he sucked and nibbled on the nipple of the other. It wasn't what I'd hoped for, but it still felt fantastic, and I started moaning as he lavished me with attention. I was so caught up in how he was making love to my breasts that when his free hand slipped between my thighs, I jumped. As soon as his fingers slid past the crotch of my latex shorts and brushed my wet pussy, though, I relaxed again and enjoyed the pleasure.

Pete's fingers thrust in and out of me, and each time he moved his hand, the latex pulled tight around my hips.

Pete's fingers thrust slowly in and out of me, and each time he moved his hand, the latex pulled tight around my hips, enhancing the sensations he was providing me. I knew he was enjoying the way the material stroked against his hand, too, since he was moaning quietly as he suckled my neck.

He spent the perfect amount of time fingering me before he pulled his hand free and started to slide my shorts down my legs. He was gentle and knew to roll the material down so it wouldn't rip or snag. Once again,

Let's Fantasize Together
Your call is answered by a live operator– not a machine– so you get exactly what you want.
I have masturbation techniques to teach you...
Live, 1-on-1
1-877-969-GIRL
$2.98/min. 18+
877-969-4475

XXX LIVE PHONE SEX
Cum – play with my Tits!
1-888-278-TITS
1-888-278-8487
All Live, 1-on-1, $2.98/min. 18+

PRETTY FACE DIRTY MIND
CUM PLAY WITH ME TONIGHT
BI-CURIOUS DOMINATION SISSY
www.phonesexV.com
18+
MILFS • SHE MALES LOW P/MIN RATES
702-239-9580

REALLY
Horny Girls
1-888-278-GIRL
XXX Live, 1-on-1, $2.98/min. 18+

1-888-800-5556
Submissive Training Starts Today
Mistress Jessica
Call Now!
Credit Cards
24 HOURS
18+

MY LIPS
YOUR COCK!
GET 15 Mins. FREE
ALL GIRLS FROM HOME
• HOT BLONDES, BRUNETTES, REDHEADS
• EUROPEAN, ASIAN AND LOCAL SLUTS
• BI-SEXUAL, SHE-MALES
• HOUSEWIVES & COLLEGE SLUTS
BUY MY WORN BRA AND PANTIES
$26.99 Flat/Per Call 18+
1-800-508-7725

his knowledge of how to treat latex lit a fire in me, and I knew once he started to fuck me I'd come after only a few thrusts.

Once my shorts were off, Pete had me get on the bed and then hurriedly took off his own clothes. He stripped down faster than I'd thought he could, and he was on me in a second. His cock was hard and ready, and he slid inside me easily and without guidance. He really knew what he was doing, and not just with the latex.

He thrust a few times before repositioning my legs so he could go deeper. Then he plowed me. His hips smacked against me as he fucked me with more energy than I expected, and each stroke brought me that much closer to my orgasm.

We were both so turned on already that it didn't take long for either of us to get off. The latex worship had gotten us both primed for action, and it took only three or four minutes of steady fucking before I felt my pussy start to clench and throb as I neared climax. When I came, I cried out loudly and wrapped my legs tight around Pete to keep him inside me as long as I could. He made sure I'd come and enjoyed my climax before he began to pump furiously again, and after a half-dozen strokes, he came, too. He shot the first few spurts into my pussy, then pulled out and emptied the rest of his load on my stomach.

After a brief rest, Pete told me he really had to get back to work, but that he'd come back after his shift, if that was okay with me. I told him it was and let him go. While he was gone, I ate some pizza, took a shower and pulled out my favorite latex dress. I couldn't wait to see how he'd react when he saw me in an even more spectacular rubber outfit!

Ms. Tess G.,
Via E-Mail

FANTASY TURNS TO REALITY WHEN HIS ROOMMATE SHARES THEIR BED

"Spread your asscheeks." I did what Robin said. "Wider," he insisted.

I held apart my rear cheeks, but I didn't say a word. Why? Because I was too busy sucking Robin's cock to the root. This was one of our favorite ways to spend a lazy Saturday.

"That looks so pretty, Shelly," Robin groaned. "I can imagine a man behind you, fucking that tight little ass of yours while you drain my cock."

I still didn't speak, but I couldn't help moaning, even with my mouth stuffed full of Robin's rod. Robin's words always manage to turn me on, and right now he was describing one of my most treasured fantasies. I've always longed to experience a night of double-penetration. I even knew who I would choose to join us between the sheets: Robin's hot-as-hell roommate Stephen. Unfortunately, I didn't have the nerve to make the scene happen.

"Keep sucking me, Shelly," Robin whispered, running his fingers through my long, red hair, "but don't let go of your asscheeks. I like looking down and seeing that pretty hole of yours winking at me."

I was so damn wet that I thought I actually might come from no stimulation at all other than Robin's dirty words. That is until I felt something brush against the small of my back. Quickly, I pulled off Robin's cock and turned my head. There was Stephen. I'd thought he was out for the night, but apparently he'd been home, standing outside Robin's bedroom door, listening to everything.

I let go of my asscheeks and sat on my haunches, feeling mortified. Robin's beautiful roommate had seen me exposing my backdoor? I'd never be able to look him in the face again!

"Did you know he was there the whole time?" I asked Robin. My

whole body felt flushed.

"Do you have a problem with him being there?" Robin asked, which didn't answer my question at all.

Stephen had moved. He was now down low on the floor next to me. I gazed into his deep blue eyes, and then looked back up at Robin. My boyfriend and I were both naked. Robin's cock was hard and glistening with my saliva. Stephen had on black drawstring yoga pants and no shirt. He was so handsome. Every time I'd ever seen him coming out of the shower with a towel around his flat waist, or working out in the backyard, practicing tai chi, I had wanted to fuck him. Now, apparently, was my chance.

"No, I don't have a problem," I said finally, realizing it was true.

Stephen grinned and put his arms around me. "Robin told me exactly what you like," he said, "everything you want. And I can't wait to make your fantasy come true."

I shivered. I was going to suck Robin while Stephen fucked my asshole? For real? *Life doesn't get better than this*, I thought. I resumed my previous position, mouth open and hungry. Robin let the head of his cock rest on my bottom lip. I started to swirl my tongue around the tip, and right as I did that, Stephen bent and began to twirl his tongue around my rear hole.

I closed my eyes and let the sensations work through me. I could not believe this was actually happening, because the situation mirrored so many of my x-rated dreams. Stephen used his big, strong hands to hold open my asscheeks, and he rimmed me expertly while I tried to be ladylike and not back up against his face. As I moaned, Robin thrust his cock between my lips. Stephen began to poke his tongue into my hole, flicking the tip back and forth. I keened under my breath and that made

SPREAD YOUR MESSAGE:

ADVERTISE!

If your ad isn't in PENTHOUSE LETTERS, VARIATIONS, FORUM or GIRLS OF PENTHOUSE, you're missing an incredible opportunity to sell to your most ideal consumers. To showcase your website or products in this magazine or in other PENTHOUSE sophisticate titles, contact Rich McEntee at 212-702-6149 or rmcentee@ffn.com

Robin moan. I knew he liked feeling the vibrations.

Now I was sucking my man and being tongue-fucked by his roommate. Again, I wondered whether this could truly be happening. It wasn't as if the three of us were porn stars. Robin and Stephen are both EMTs and I'm an office manager. We could not be more average in our daily lives—from the type of cars we drive to the lattes we drink. But this was something different. This was something special.

The taste of Robin's pre-come in my mouth let me know that this was indeed real. No matter how dirty my fantasies may get, I've never actually managed to fantasize Robin's true salty taste. Robin started to fuck my mouth with force, and Stephen began to put his tongue deeper in my hole.

"I think she's ready," Robin said. I blinked. *Ready? Ready for what?* Were they going to bring a third into the room? Was there a line of men outside waiting for a gangbang? I shivered as I imagined the possibilities.

Maybe someday, I guess. But now, I figured out what Robin meant was that I was ready for Stephen's dick. "The lube's on the nightstand," Robin said, and Stephen grabbed the bottle, stepped out of his pants, and began to lube up his hard cock while I watched. I didn't stop sucking Robin, though, and my boyfriend praised me thoroughly for that.

"See what a pro she is? Even though she knows she's about to have her ass reamed, she still sucks me off like a good girl."

"Very nice," Stephen agreed, walking behind me so that he was out of my line of sight. I sucked in my breath, and Robin moaned again. He was enjoying all of my oral reactions.

I wanted to say, "Go slow," but I couldn't with my mouth so full. Robin took pity on me and gave Stephen the instructions instead.

"She likes it hard," he said, "but not at first. Let her get used to the feeling of your cock in her asshole."

Stephen pressed the head against my backdoor. Then he slowly, oh so slowly, slid in. With only the cockhead inside me, I felt exquisitely stretched. I wanted to stop what I was doing and bask in the sensation, but that would have been unfair to Robin. I kept sucking, and Stephen slowly drove forward. Oh, God—that felt intense. He was filling my asshole inch by inch as Robin was thrusting his cock down my throat. The men moved in me as if choreographed.

Stephen slowly drove forward. He was filling my asshole as Robin was thrusting his cock down my throat.

"All we need now is some hot chick to get on her back and lick your clit," Robin said, and I shivered. Stephen took that as a suggestion, licking his fingertips and bringing his hand around to stroke my button. I couldn't think anymore. I was simply a tangled ball of filthy sensations. Stephen kept fucking my asshole

while tweaking and pinching my clit. Robin grooved his cock in and out of my mouth. And I was sealed between them, being used in the most debauched way.

"You're so tight," Stephen murmured, his hot breath against my neck.

"Isn't she?" Robin agreed. "I love the way her ass squeezes me."

"You ever feel that yourself?" Stephen asked.

"What do you mean?"

"Ever have your own ass jammed full of cock?" Stephen asked, breathless with pleasure.

Even in my pleasure haze, I found myself suddenly focused on what he was saying, and what those dirty words really meant. He wasn't talking to me. I looked up into Robin's eyes. Robin shook his head. Holy fuck, was Stephen suggesting . . .

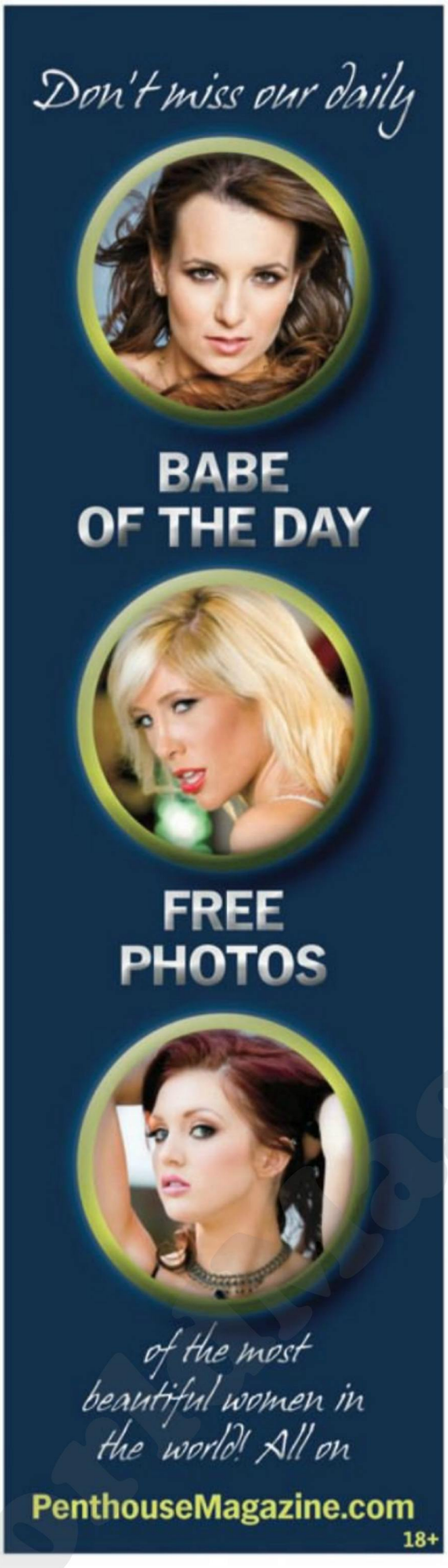
"When I'm done fucking your sweet girlfriend, I'll take a ride in your tight ass," Stephen said, and those words, combined with his fingers on my clit, made me come. I sucked even harder as the orgasm broke inside me, and Robin shot his load down my throat. As he came, panting, he said to Stephen, "You promise?"

That was all Stephen needed. He gripped my hips with both hands now, fucking my ass so hard and fast that he took me to a second climax as he creamed inside me.

"Go get cleaned up," he said, and I felt he was addressing both of us. "I want Robin facedown on the bed for the next round, and you pretty lady, you'll have your turn. I'm going to make him eat you out while I fuck him."

As we all took our turns in the bathroom, I thought to myself, *Thank God for lazy Saturdays. Especially ones that don't turn out to be lazy after all.*

Ms. Shelly P.,
Via E-Mail



IN THE NEXT ISSUE OF

VARIATIONS

THE EXPERT EXHIBITIONIST

Knowing that others are watching helps Jordan reach exhibitionistic ecstasy, and her boyfriend, Andy, is happy to help her show off—and get off—whenever and wherever they can.

ROMAN HOLIDAY

An orchestrated orgy becomes an oral extravaganza when a sensual assemblage of six friends get together to celebrate a special birthday, and their bacchanalian feast surpasses even their wildest dreams.

PLAYING THE MARKET

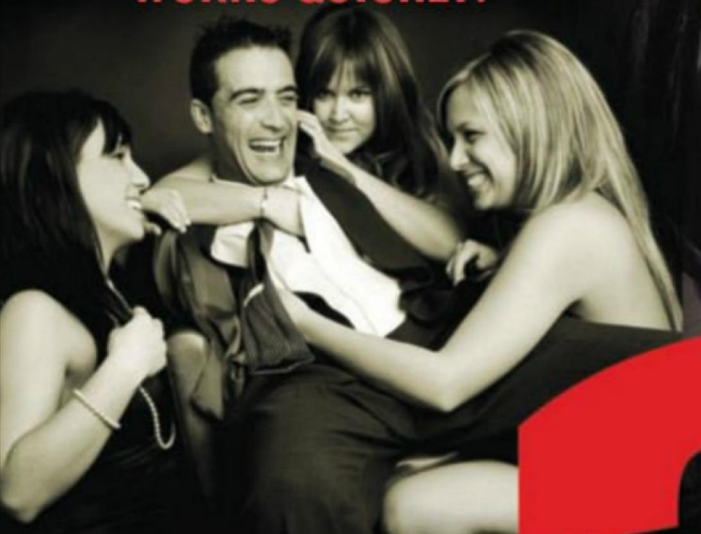
A stodgy stockbroker dares to ask a beautiful young barista out for drinks, but he soon discovers that the value of his investment doubles because his free-spirited date has brought along a sexy friend.

DON'T MISS THE AUGUST ISSUE
AT YOUR NEWSSTAND JUNE 26

XL3-S® MALE ENHANCEMENT GEL

WORKS QUICKLY!

100% SATISFACTION GUARANTEED



THANKS TO A FAST ACTING EFFECT, YOU CAN COUNT ON XL3-S TRIPLE ACTION GEL WHEN THE NEED OCCURS ... AS OFTEN AS YOU WANT!

~~2x~~ TWICE IS NICE.

BUT... 3x MAKES YOU KING!

3x THICKER
LONGER
HARDER

- **3x** More powerful, longer lasting and repeated orgasms.
- **3x** Better and more intense penetration in all positions.
- **3x** Massive and controlled ejaculations.

UPON DIRECT CONTACT, XL3-S® GEL QUICKLY STIMULATES YOUR BLOOD VESSELS. INTERNAL PRESSURE MAKES THE ERECTILE TISSUE DILATE AND BECOME MORE FLEXIBLE, THUS LEAVING MORE ROOM FOR BLOOD TO FLOW. THE RESULT... 3X THICKER, LONGER AND HARDER!

SHE LOVES TO DO THE APPLYING.
She has me unclothed faster than I can blink. - G. S., PA

©2012 XL3-S

ALL-NATURAL INGREDIENTS.

XL3-S Gel is a combination of natural aphrodisiac plants: FENUGREEK is a very rich spice that contributes to the production of sexual hormones. **MELALEUCA**, hailed as a venous decongestant, favors internal blood pressure, facilitates erections and makes ejaculation more powerful. **LINDEN** helps make blood more fluid and improves blood flow. CINNAMON has been known for centuries for its aphrodisiac powers. **GUARANA** gives your body the vitality and sensation of well-being and increases longevity. It's widely used as an energy booster. **ESSENTIAL LAVANDIN OIL:** A 100% pure and natural essential oil, has calming and anti-stress properties that release the skin tension and allow the penis to stretch into an XL erection.

YOUR GIRL WILL EXPERIENCE INCREASED VAGINAL PLEASURE

RISK-FREE TRIAL

HURRY, LIMITED TIME OFFER

WE ARE CERTAIN THAT YOU'LL ENJOY 3X THICKER, LONGER AND HARDER MALE ENHANCEMENT (AND SO WILL SHE), THAT WE'LL LET YOU TRY RISK-FREE FOR 30 DAYS. IF YOU'RE NOT 100% SATISFIED, SEND IT BACK FOR A COMPLETE REFUND (MINUS S&H).

CALL: 1-866-655-3393
MENTION CODE: **XLU108**
VISIT: WWW.XL3S.COM

PENTHOUSETV
A HIGHER STANDARD FOR HARDCORE.
AVAILABLE NOW
LINEAR / VOD / HD
LOOK FOR PENTHOUSETV ON YOUR TV PROGRAM GUIDES AND LISTINGS.
IF YOU DON'T HAVE PENTHOUSETV, CALL YOUR LOCAL CABLE OR SATELLITE PROVIDER AND ASK FOR PENTHOUSETV.
©2012 NEW FRONTIER MEDIA, INC. ALL RIGHTS RESERVED.